

Dated : June 06, 2025

Department of Corporate Services BSE Limited 25 th Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001 SCRIP CODE : 540124	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI – 400051 SCRIP CODE : GNA
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SUB: Notice of 32nd Annual General Meeting and Annual Report for the Financial Year 2024-25.

Dear Sir,

In compliance with Regulations 30, 34 and 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), please find enclosed the Notice convening the 32nd AGM of the shareholders of the Company and the Annual Report for the financial year ended 31st March, 2025. The same is being circulated through electronic mode to all the shareholders of the Company whose E-mail addresses are registered with the Company or Depository Participant(s), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

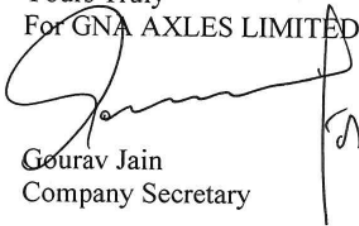
Further, the facility/option to transact through Remote Electronic Voting is also being provided to the shareholders. The remote E-voting will start on Friday, June 27, 2025 at 9.00 A.M. and will end on Sunday, June 29, 2025 at 5.00 P.M. The cut-off date for the purpose of determining the shareholders for E-voting is June 23, 2025.

This is for your information and record.

Thanking You

Yours Truly

For GNA AXLES LIMITED


Gourav Jain
Company Secretary



LEGACY OF PRECISION.

FUTURE OF POSSIBILITIES.

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



To view or download the report
online, scan the QR code.

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

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Investor Information

Market Capitalisation (March 28, 2025)	₹ 146,436.96 Lacs
CIN	L29130PB1993PLC013684
BSE Code	540124
NSE Symbol	GNA
Dividend Declared	₹ 3 per Equity Share
AGM Date	June 30, 2025
AGM Venue/Mode	Audio Visual Means

LEGACY OF PRECISION.

FUTURE OF POSSIBILITIES.

Every journey begins with a strong foundation, and for us, that foundation is precision. At GNA Axles, we have built our reputation on this very principle, refining every axle, spindle and shaft with undeterred accuracy to deliver exceptional performance in the global mobility market. This commitment to engineering perfection has earned us trust, shaped our legacy, and established a reputation for purposeful progress.

Today, we stand at a pivotal moment. Our legacy of precision now powers a future brimming with possibilities. As mobility shifts towards electric vehicles, smarter infrastructure, and cleaner solutions, we are not just prepared—we are poised to lead.

Our theme, 'Legacy of Precision. Future of Possibilities', reflects both who we are and where we are headed. It honours the craftsmanship that brought us here, while capturing our readiness to explore and embrace what lies ahead.

We believe our future lies not only in the components we build but in the direction, we choose to take. As we step into the light vehicle and related segments, we align with transformative technologies—electric mobility, renewable energy, and intelligent manufacturing. Through significant investments in capacity expansion and green technologies like solar power, we are laying the groundwork for sustainable growth. These initiatives solidify our commitment to a future where innovation and sustainability are inseparable.



Key Highlights of 2024-25

Numbers that

Speak Performance

Financial

₹ 1,539.74 Cr

Net Revenue

₹ 210.61 Cr

EBITDA

13.68%

EBITDA Margin

₹ 107.12 Cr

PAT

Operational

₹ 108.06 Cr

Capex

2

Number of
Manufacturing Locations

4

Product Lines





Environment and Social

68,213 KL

Water Consumption

₹ 2.77 Cr

CSR Spending (Including Aspirational Districts)

1.38%

Renewable Energy Share in Total Electricity Consumption

Governance

13

Directors

7

Independent Directors on Board

7.69%

Women's Representation on the Board

88.89%

Board Meeting Attendance



Corporate Snapshot

Foundation that is

Built on Global Trust

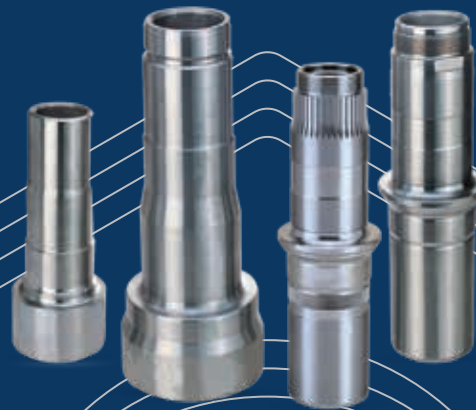
GNA Axles Limited (also referred to as 'GNA Axles,' 'the Company' or 'We') is a leading manufacturer of automotive transmission components. Founded in 1993, our leadership in the industry is driven by our advanced manufacturing facilities at Mehtiana (Hoshiarpur) and Gulbargh Jattan (Kapurthala). These facilities house world-class innovation capabilities and offer robust infrastructure to support our operations.

As one of the world's leading manufacturers of automotive transmission components, the Company has earned the trust of global OEMs. We have built strong relationships with them by consistently delivering reliable, world-class, and cost-efficient products. These products have proven their durability across markets and performed reliably even under extreme conditions.

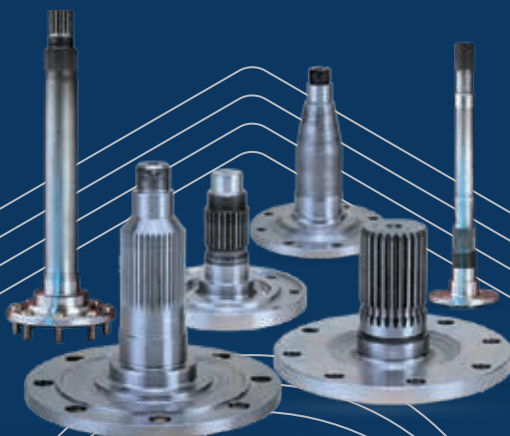
GNA Mobility Limited was incorporated on February 22, 2025, as a wholly owned subsidiary of GNA Axles Limited, following the approval from the Ministry of Corporate Affairs (MCA). Registered as a public entity, GNA Mobility has been established to manufacture a wide range of parts and accessories for motor vehicles. This move builds on GNA Axles' core strength in producing critical auto components, including rear axles, shafts, spindles, and other critical parts for domestic and international markets.

Through the incorporation of GNA Mobility, we have taken a strategic step to expand our presence. This move allows us to diversify our product range and extend the Company's capabilities in the automotive components sector.



**3,882,041**Rear Axle Shafts Sold in
2024-25**1,105,733**

Spindles sold in 2024-25

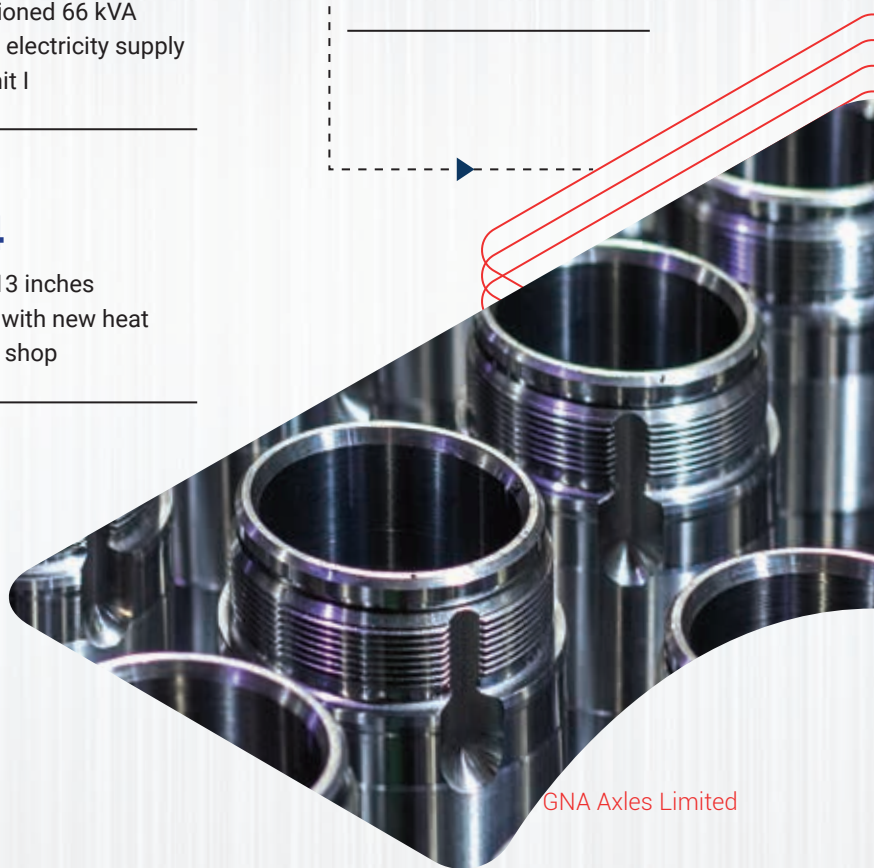
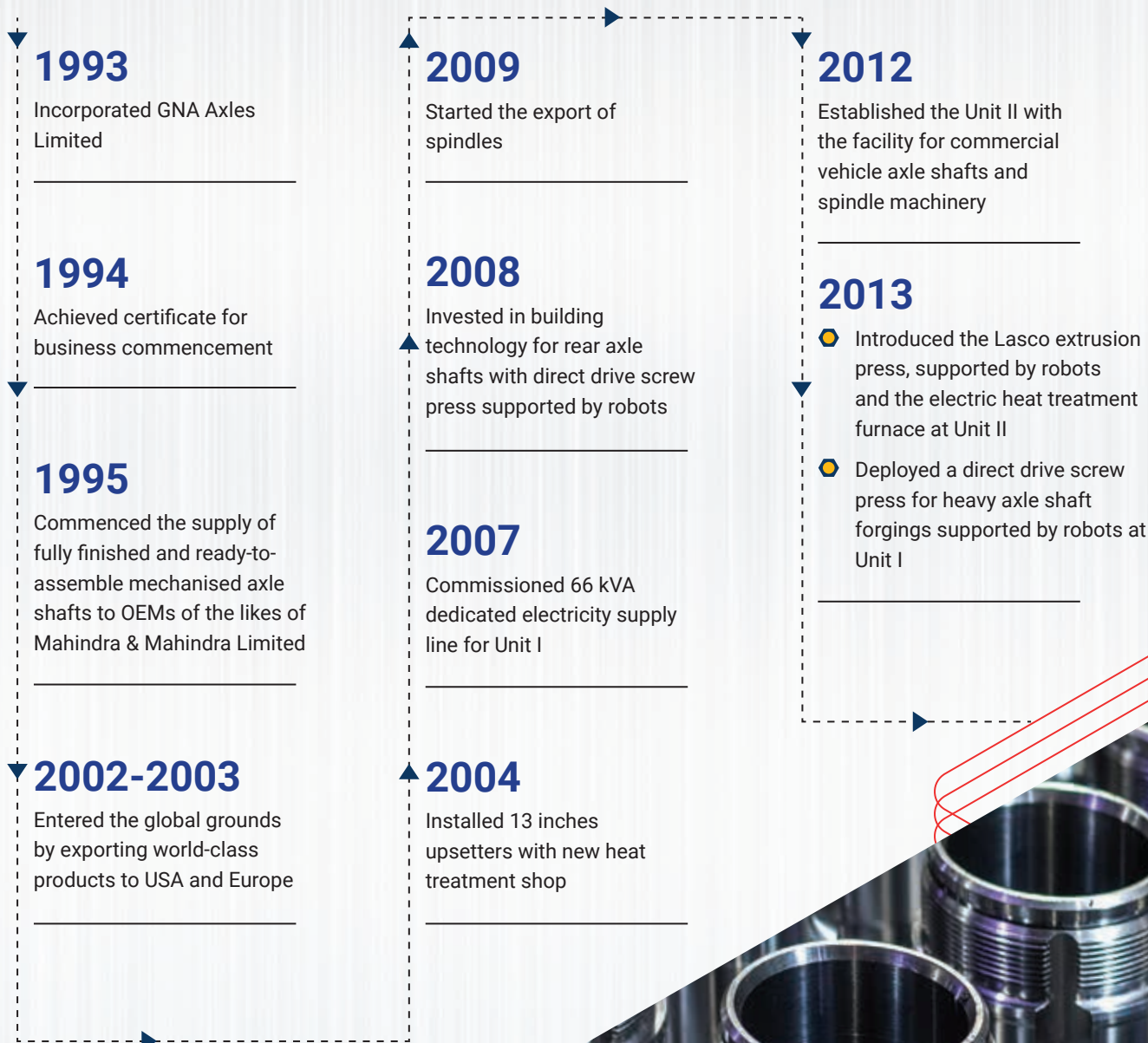
**327,019**Other Shafts sold in
2024-25

Milestones

Chapters That Trace

Our Journey

Guided by vision and powered by core strengths, we have steadily advanced with each milestone marking progress and purpose. Our journey captures how strategic choices and steady efforts have shaped our growth over time.



2017

Initiated the construction of the new forging shop and machining line for SUV axles

2016

Launched our Initial Public Offering (IPO) and got listed on NSE Limited and BSE Limited

2015

Commissioned 66 kVA dedicated electricity supply line for Unit II

2018

Opened a new machine shop for off highway axle shafts

2019

Started setting up the SUV plant

2021-2022

Increased our capacity to 6.7 million components

2025

Incorporated GNA Mobility Limited, a new subsidiary focused on expanding into a broader range of Components.

2024

Commissioned 1.4 MW of rooftop solar power project

2023

Commenced production in the SUV plant

Geographic Footprint

Presence that

Powers Success

We fuel our growth by continuously exploring new market opportunities, strengthening our global reach. By enhancing our presence in dynamic and evolving markets, we extend our customer base and solidify our leadership in the industry. With a strong focus on innovation and excellence, we continue to prioritise delivering superior solutions and services to our clients and partners.

Esteemed Clients We Serve



International

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

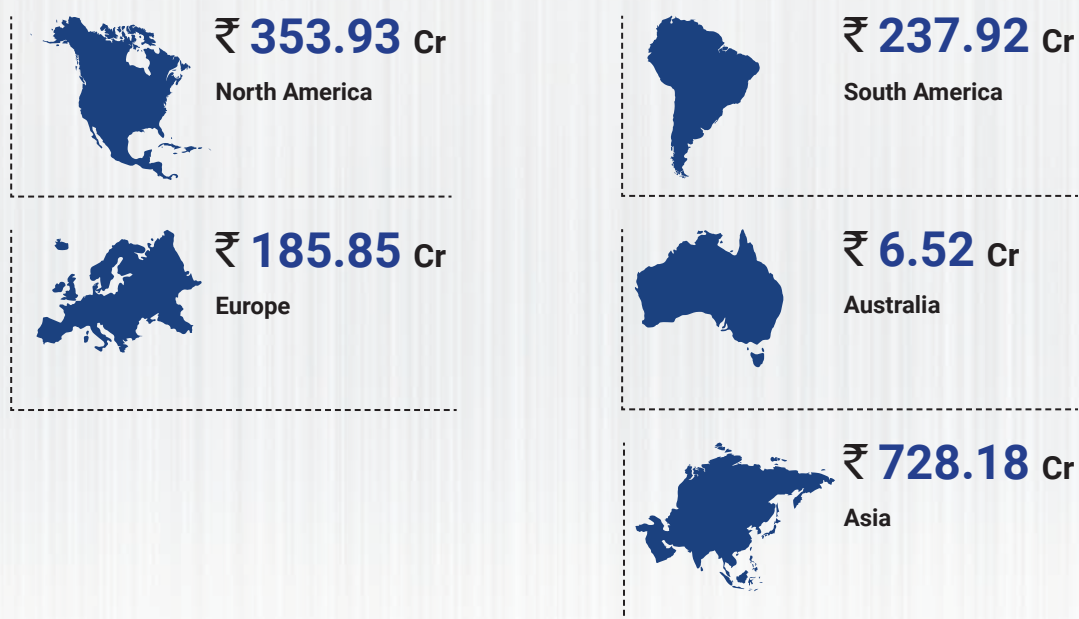


Domestic

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



Region-Wise Breakup of Revenue



Chairman's Message

Commitment that

Defines Us



One of the year's standouts was the
incorporation of GNA Mobility Limited
in February 2025



Dear Stakeholders,

It gives me immense pleasure to present the Annual Report of GNA Axles for 2024-25. The year stands as a reflection of both our enduring legacy and readiness to embrace the future

At the core of our journey lies a simple yet powerful philosophy: a commitment to precision and a belief in what is possible. This duality defines us as the engineers of excellence, rooted in time-tested capabilities, yet always reaching forward to seize new opportunities. This mindset has allowed us to evolve from a trusted component supplier into a global mobility partner, one that stays relevant, strong, and responsive to a world in motion.

In a year marked by market uncertainty, we delivered steady performance. Our total net revenue increased to ₹ 1,540 Cr, marking a 2% increase over the previous year. This progress was driven by a focus on exports, where our global reach, niche product leadership and strong customer ties gave us a competitive edge. Additionally, our stable EBITDA margins highlight the Company's operational efficiency, strength of our product mix, cost discipline, and execution capabilities.

Our export-driven strategy continues to strengthen our position in global markets. At the same time, we are broadening our presence through long-term partnerships with leading OEMs. This year, we also accelerated our capacity expansion efforts, preparing ourselves to meet rising demand and expand our role in the global automotive value chain.

One of the year's standouts was the incorporation of GNA Mobility Limited in February 2025. This strategic move marked our entry into a wider array of advanced motor vehicle components.

It reflects our dedication to expand in step with the shifting contours of the mobility industry. From electric drivetrains to intelligent systems, we are preparing the Company to serve the evolving needs of tomorrow's vehicles.

Going forward, we remain acutely aware of our responsibility to grow sustainably. The Company has embraced ESG as one of its core strategic priorities. On these lines, we are integrating clean energy into our operations, building a culture of safety and learning, and ensuring governance practices that reflect transparency and accountability. Rather than being a siloed effort, sustainability is deeply embedded in how we think, build, and lead.

We plan to advance with a sense of clarity and conviction. Our journey has been defined by purpose and precision. Now, with a renewed focus on innovation and global ambition, we are ready to shape the next chapter. Guided by a future-forward vision, we embrace the limitless possibilities of tomorrow. Furthermore, anchored in lasting partnerships and driven by innovation, we are ready to lead and capitalise on emerging opportunities in the evolving automotive space.

To our employees, customers, suppliers, partners, and shareholders, thank you for standing beside us. Your continued trust and support remain the force behind our growth. Together, we look forward to building a future that reflects what GNA Axles stands for and what the Company is destined to become.

Warm regards,
Gursaran Singh
Executive Chairman

Going forward, we remain acutely aware of our responsibility to grow sustainably. The Company has embraced ESG as one of its core strategic priorities.

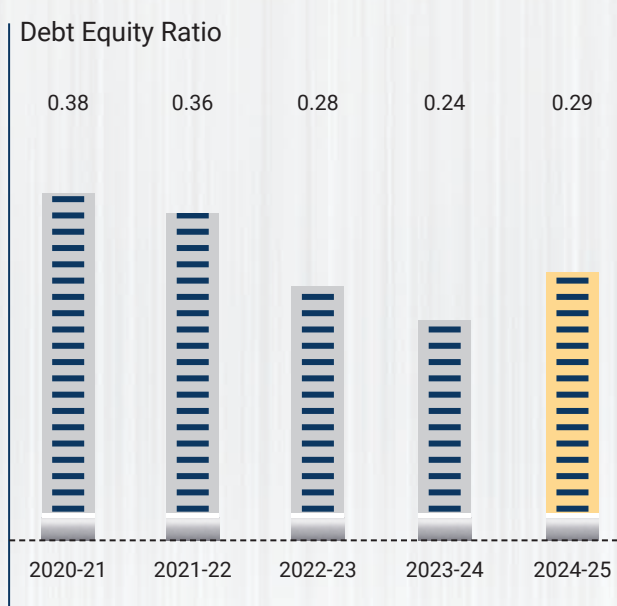
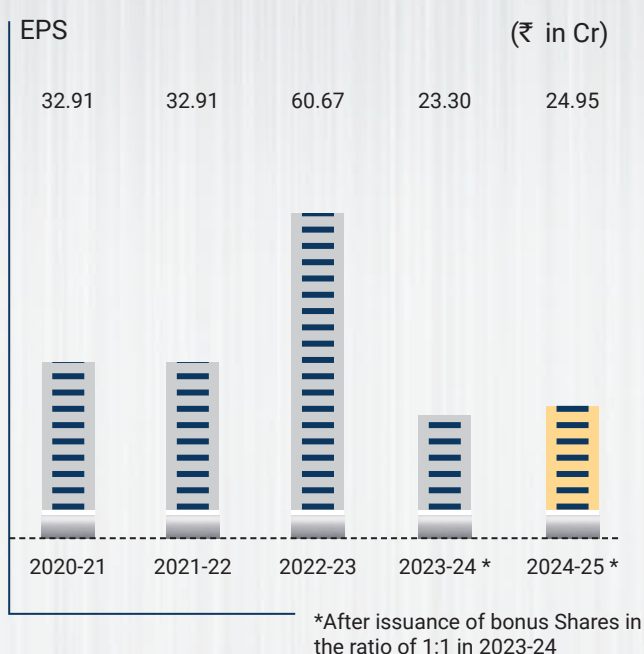
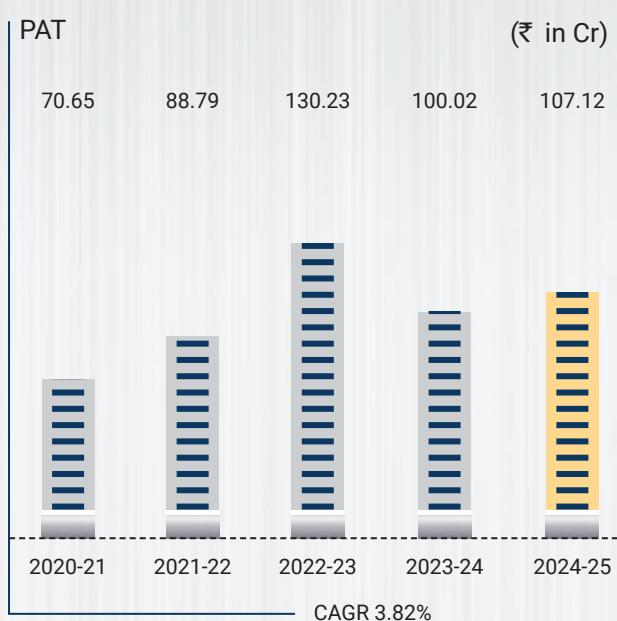
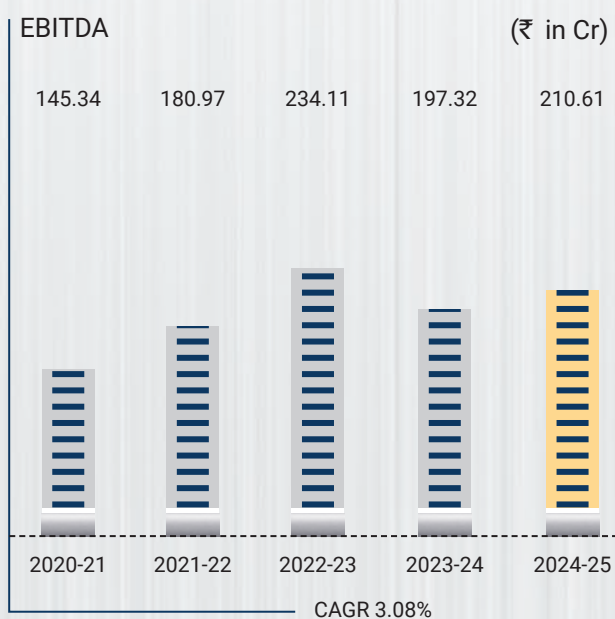
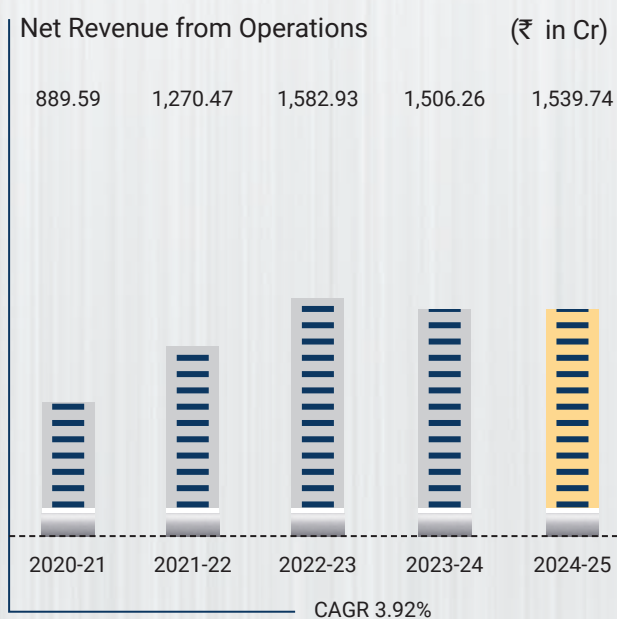


Results that Showcase

Operational Excellence

GNA Axles prioritises building a solid and enduring financial foundation. Our performance mirrors our focus on sustainable growth, operational excellence, and creating value for all stakeholders. By practising prudent management and making strategic investments, we have been consistently improving our market position. This approach allows us to deliver stable returns, year after year.





Note: All CAGR for 2020-21 to 2024-25

Strengths

Capabilities that

Shape Success

GNA Axles' journey towards global excellence is shaped by a legacy of precision engineering, operational strength, and an unyielding commitment to quality. This solid foundation enables us to adapt swiftly, embrace innovation, and deliver sustainable growth in the dynamic world of automotive manufacturing.

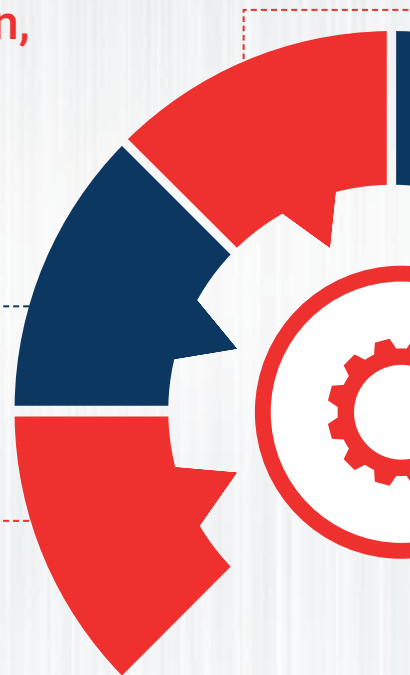
1 Expanding Market Reach

To diversify beyond the HCV, MHCV and tractor segments, we are actively exploring new growth avenues. With a strategic focus on the SUV and LCV axle shaft segments, we are expanding our presence across North America, Europe, and Asia. This growth enhances our global footprint, positioning us as the partner of choice for a diverse customer base.

The recent establishment of GNA Mobility Limited to manufacture a broader range of motor vehicle parts highlights a strategic move to diversify our product offerings and enter new market segments.

2 Adopting a Customer-First Approach

We place a strong emphasis on flexibility and reliability in transportation and delivery. Our strategic decision to position manufacturing facilities near key clients enhances supply chain efficiency. This also allows us to optimise logistics costs and ensure timely delivery.



3 Exhibiting Integrated Manufacturing Excellence

Our advanced, fully integrated production facilities support high-volume manufacturing while ensuring superior quality standards. This streamlined approach allows us to offer customised solutions that meet specific client needs. As a result, we drive both economies of scale and enhanced operational efficiency.

4 Using Advanced Engineering Capabilities

We consistently invest in advancing technology to broaden our product range and enhance manufacturing processes. With in-house metallurgical and metrological facilities, we drive innovation, while optimising input and operational costs.

5 Providing Comprehensive Solutions

We provide comprehensive engineering solutions, supported by our fully equipped facilities, encompassing tooling, machining, and forging capabilities. This integrated approach ensures seamless production, superior product quality, and enhanced value for our customers.



Environment

Responsibility that

Protects the Planet

We are dedicated to reducing our environmental footprint through a comprehensive environmental management system that spans our global operations. We set clear targets and implement effective strategies to minimise our ecological impact. Our focus is on climate protection, water conservation, particularly in regions facing scarcity, and strengthening the circular economy. These initiatives highlight the value we place on environmental stewardship and sustainable growth.

Our Initiatives



Growing Climate Control Measures

To curb carbon emissions, we have replaced oil-fired furnaces with energy-efficient electric alternatives. This transition is complemented by the conversion of material-processing equipment to electric power, reducing our reliance on traditional fuels and reaffirming our commitment to cleaner operations.



Adopting Sustainable Packaging

In line with our eco-conscious packaging strategy, we have moved away from conventional wooden boxes in favour of reusable pallets. This shift reduces wood consumption and ensures sustainable practices throughout our supply chain.



Championing Environmental Responsibility

Environmental sustainability is at the core of our operations. As a prominent manufacturer of automotive transmission components, we take proactive steps to monitor and manage our environmental footprint, ensuring our growth aligns with ecological responsibility.



Ensuring Water Conservation and Management

To enhance water efficiency, we have established a rainwater harvesting system, which channels collected rainwater back into the ground. This initiative is crucial for conserving water, especially in areas facing water shortages.



Practising Effective Waste Management

We manage waste responsibly by prioritising waste reuse and implementing effluent treatment processes before discharge. These measures help reduce environmental risks linked to our manufacturing operations.



Expanding Our Green Energy Footprint

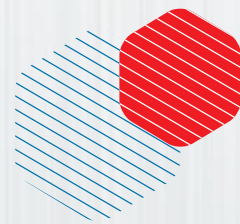
As part of our ongoing sustainability efforts, we are actively working to lower our carbon footprint through renewable energy adoption. Demonstrating our commitment to sustainability and renewable energy, we have progressively scaled up our rooftop solar initiatives. This began with the commissioning of a 1.2 MW project in 2023-24, followed by a 2.8 MW installation during 2024-25. Continuing this trajectory, a 3 MW rooftop solar project is currently under execution, reinforcing our dedication to expanding clean energy infrastructure.

Actions that

Transform Communities

At GNA Axles, we aim to create impact beyond business by embracing our social responsibility. We focus our CSR efforts on building stronger communities through meaningful action in education, skill development, environmental care, and inclusive progress. Through these initiatives, we aim to shape a fairer, brighter future for the generations ahead.

As a global enterprise, we hold ourselves to the highest standards of social responsibility. We actively support and promote human rights across our operations and expect the same ethical conduct from every partner in our global supply chain. We also remain deeply committed to fostering diversity, equity, and inclusion while creating a safe, respectful, and empowering workplace for all.



Our CSR Policy

Eradicating hunger and providing healthcare to underserved communities.

Empowering women through education, skill development, and livelihood programmes.

Promoting education by supporting schools, scholarships, and learning infrastructure.

Encouraging sports by nurturing talent and supporting development of infrastructure for sports.

Advancing rural development through infrastructure, sanitation, and livelihood projects.

Conducting other activities as specified under Schedule VII of the Companies Act, 2013, and CSR Rules, 2014.

Our Initiatives



Nurturing Employee Growth

Our employees are key to our success. Therefore, we put in efforts to create a workplace where their contributions are recognised, and their growth is a priority. With various development programmes and a supportive environment, we provide the tools and opportunities for individuals to excel and reach their full potential.



Driving Community Impact

We believe in creating opportunities that drive economic growth and uplift communities. By promoting skill development and entrepreneurship, we enable sustainable livelihoods and brighter futures. Hence, our commitment extends beyond business, ensuring our initiatives contribute to long-term social and economic progress.

₹ 277.06 Lacs

Total CSR Expenditure in
2024-25

Governance

Culture that

Fosters Accountability

At GNA Axles, we place legal compliance and ethical conduct among the fundamental pillars of our corporate philosophy. These commitments are deeply embedded in our organisational culture, guiding our decisions and actions at every level.

Compliance goes far beyond simply following legal requirements or internal policies. We aim to create a culture of integrity where ethical conduct is a conscious choice embraced by every employee. By upholding these values, we build trust, foster accountability, and ensure long-term success.



Our Board of Directors



Mr. Gursaran Singh
Executive Chairman

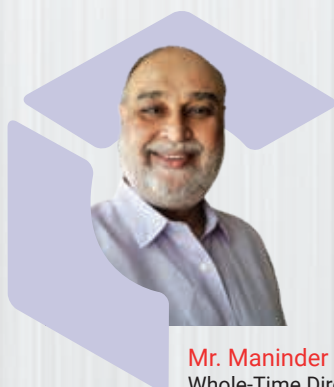


Mr. Jasvinder Singh
Executive Vice Chairman



Mr. Ranbir Singh
CEO & Managing Director





Mr. Maninder Singh
Whole-Time Director



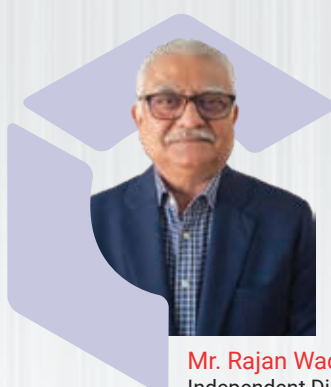
Mr. Harwinder Singh
Whole-Time Director



Mr. Kulwin Sehra
Whole-Time Director



Mr. Jasinder Singh Johal
Independent Director



Mr. Rajan Wadhwa
Independent Director



Air V Marshal S.S. Hothi (Retd.)
Independent Director



Mrs. Pooja Uppal
Independent Director



Mr. Ashwani Kumar Malhotra
Independent Director



Mr. Ajit Singh
Independent Director



Lt. General Praveen Bakshi (Retd.)
Independent Director

Corporate Information

Chief Financial Officer

Mr. Rakesh Kumar

Company Secretary

Mr. Gourav Jain

Statutory Auditors

M/s. G S Syal & Co.

Chartered Accountants, Jalandhar

Secretarial Auditors

H.K. & Associates

Company Secretaries, Jalandhar

Bankers

Punjab National Bank

Central Bank of India

State Bank of India

Registered Office

GNA House, 1-C Chhoti

Baradari Part II, Garha

Road, Jalandhar - 144 001, Punjab, India.

Ph: 0181 4630477

Corporate Office

VPO Mehtiana,

Phagwara - Hoshiarpur Road,

Dist. Hoshiarpur - 146 001, Punjab, India.

Ph: 01882 262273-79

Fax: 01882 262280, 262302

Website: www.gnaaxles.in

Registrar & Transfer Agent

M/s Linkintime India Private Limited

(Unit: GNA Axles Limited)

C-101, 247 Park, LBS Marg Vikhroli (West),
Mumbai - 400 083, Maharashtra, India.

Ph: 022 4918 6000

Fax: 022 4918 6060

E-mail: rnt.helpdesk@linkintime.co.in

Units

GNA Axles Limited (Unit I)

VPO Mehtiana

Phagwara - Hoshiarpur Road

Dist. Hoshiarpur - 146 001, Punjab, India.

GNA Axles Limited (Unit II)

Village Gulab Garh Jattan

Phagwara - Hoshiarpur Road

Dist. Kapurthala - 144 405, Punjab, India.

Notice

GNA AXLES LIMITED

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

Notice is hereby given that **32nd ANNUAL GENERAL MEETING** of the shareholders of GNA Axles Limited will be held on Monday June, 30, 2025 at 12:30 P.M. through Audio Visual Means to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2025, statement of Profit & Loss for the year ended on that date, together with the report of Auditor's and Directors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. Harwinder Singh, (DIN 03522842) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Gursaran Singh, (DIN 00805558) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

5. To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the section 204 and other provisions of the of the Companies Act 2013 and Regulation 24A of the SEBI (listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable regulations and provisions , if any, of the Companies Act, 2013 and SEBI (LODR) Regulations, the consent of the members be and is hereby accorded to appoint Ms. Harsimran Kaur of H K & Associates, Company Secretaries Jalandhar as Secretarial Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 37th Annual General Meeting to be held in the year 2030 on such remuneration as decided by the Managing Director in consultation with the Secretarial Auditor."

RESOLVED FURTHER THAT that Mr. Ranbir Singh – Managing Director & CEO of the Company be and is hereby authorised to do all other acts, deeds and things as are necessary and expedient in this regard"

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

**Place: Mehtiana
Dated: April 21, 2025**

**Gourav Jain
(Company Secretary)**

Notice (Contd.)**Notes:**

- 1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 20 dated May 5, 2020 read with Circular No. 14 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 and vide Circular No. 09/2024, dated September 19, 2024 (hereinafter collectively referred to as "MCA Circulars") permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM. The Company has availed the services of M/s Linkintime India Private Limited to facilitate the AGM through Audio Visual Means.
- 2) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 3) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorisation shall be sent to the Scrutiniser by email through their registered email address to simran.cs@gmail.com with copies marked to the Company at gjain@gnagroup.com.

4) Registration of email ID and Bank Account details

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

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

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

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

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

- 5) The Notice of the Annual General Meeting along with the Annual Report for the financial year 2024-25 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2024-25 will also be available on the Company's website www.gnaaxles.in websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited at nseindia.com and bseindia.com respectively. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
- 6) Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 7) Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Company has fixed June 23, 2025 as record date for payment of dividend and Annual General Meeting.
- 8) The Remote E-Voting shall commence on June 27, 2025 at 9:00 AM and shall end on June 29, 2025 at 5:00 PM.
- 9) Members desiring any information, as regards Accounts, are requested to write to the Company at its Registered Office at least 10 days before the Annual General Meeting so as to enable the management to keep the information ready.
- 10) The Company has fixed June 4, 2025 as cut off date for determining the eligibility of shareholders to get the notice of the Annual General Meeting and the Annual Report for year 2024-25.
- 11) The relevant details, pursuant to Regulation 36(3) of SEBI (LODR) Regulations and Secretarial Standards issued by ICSI on General Meetings, in respect of Directors seeking appointment / reappointment at the AGM are also annexed.

Notice (Contd.)

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- Enter user id and password. Post successful authentication, click on "Access to e-voting".
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Proceed with updating the required fields.
- Post registration, user will be provided with Login ID and password.
- After successful login, click on "Access to e-voting".
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- Visit URL: <https://www.evoting.nsdl.com/>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".

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

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- Click on New System Myeasi
- Login with user id and password
- After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
- Proceed with updating the required fields.
- Post registration, user will be provided Login ID and password.
- After successful login, user able to see e-voting menu.
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- Visit URL: <https://www.cdslindia.com/>
- Go to e-voting tab.
- Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Notice (Contd.)

Individual Shareholders holding securities in demat mode with Depository Participant:

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

- Login to DP website
- After Successful login, members shall navigate through "e-voting" tab under Stocks option.
- Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form/Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- Visit URL: <https://instavote.linkintime.co.in>
- Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in **NSDL form, shall provide 'D' above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click "confirm" (Your password is now generated).
- Click on 'Login' under '**SHARE HOLDER**' tab.
 - Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

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

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

STEP 1 – Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on Sign up under "Corporate Body/Custodian/Mutual Fund"
- Fill up your entity details and submit the form.
- A declaration form and organisation ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- Click on "Investor Mapping" tab under the Menu Section
- Map the Investor with the following details:
 - 'Investor ID' -
 - Members holding shares in NSDL demat account shall provide 8 Character DP

Notice (Contd.)

ID followed by 8 Digit Client ID i.e., IN00000012345678

ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*

- b. 'Investor's Name' - Enter full name of the entity.
- c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
- d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

- f) After selecting the desired option i.e., Favour/Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR**VOTES UPLOAD:**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name/Event number'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:**Helpdesk for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:**Individual shareholders holding securities in physical form has forgotten the password:**

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

Notice (Contd.)

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

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

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

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

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

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

Shareholders who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/depository participants website.

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

Notice (Contd.)

Process and manner for attending the General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & click on "Login".
 - Select the "Company" and 'Event Date' and register with your following details: -
- A. Demat Account No. or Folio No:** Enter your 16-digit Demat Account No. or Folio No
 - Shareholders/members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/members holding shares in physical form shall provide Folio Number registered with the Company
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
- C. Mobile No.:** Enter your mobile number.
- D. Email ID:** Enter your email id, as recorded with your DP/Company.
 - Click "Go to Meeting" (You are now registered for InstaMeet, and your attendance is marked for the meeting).

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

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

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

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

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

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

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

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

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

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

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

ANNEXURE TO THE NOTICE**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT****ITEM NO 5 OF THE SPECIAL BUSINESS.**

Pursuant to the amendments made to SEBI (LODR) Regulations, 2015 and insertion of Regulation 24A to SEBI (LODR) Regulations, 2015 the Company is required to appoint Secretarial Auditors for a period of 5 consecutive years and the appointment is to be approved by the Shareholders of the Company. The Board of Directors of the Company, in its meeting held on April 21, 2025 has approved the appointment of Ms. Harsimran Kaur of M/s H K & Associates, Company Secretaries Jalandhar as Secretarial Auditors of the Company for a period of 5 years commencing from the conclusion of 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company to be held in the year 2030. Ms. Harsimran Kaur is a peer reviewed Company Secretary and holds a certificate of Peer Review issued by The Institute of Company Secretaries of India and is valid upto March 31, 2027.

The Board recommends the Ordinary Resolution as set out at Item No 5 of the Notice for the approval by the shareholders. None of the Directors is concerned or interested in the above said resolution.

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

Place: Mehtiana

Dated: April 21, 2025

**Gourav Jain
(Company Secretary)**

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

Name of Director	Mr. Harwinder Singh	Mr. Gursaran Singh
Brief Particulars	Experience of more than 16 years in Auto Component industry	Experience of more than 65 years in Auto Component industry.
DIN	03522832	00805558
Date of Birth	18-10-1982	20-04-1936
Nationality	Indian	Indian
Date of Appointment	01-04-2011	06-09-1993
Qualification	Graduate	Under Graduate
Shareholding in the Company (As on April 21, 2025)	15000 Equity Shares	1,075,000 Equity Shares
List of Directorships held in other Companies	NIL	1. GNA Gears Limited. 2. Guru Nanak Transmissions Punjab Limited.
Relationship with other Directors	Related to Mr. Jasvinder Singh	Related to Mr. Ranbir Singh

Management Discussion & Analysis

Indian Economy

The Indian economy growth in the year 2024-25 is estimated at around 6.2% and is expected to grow at the same pace in the current financial year 2025-26 and thus will continue to maintain a solid lead over its global and regional peers. The overall outlook remain positive and strong and its signals signals not only the strength of India's macroeconomic fundamentals but also its capacity to sustain momentum in a complex international environment. Despite global uncertainties and downward revisions in growth forecasts for other large economies, India is set to maintain its leadership in global economic growth. Supported by strong fundamentals and strategic government initiatives, the country is well-positioned to navigate the challenges ahead. With reforms in infrastructure, innovation, and financial inclusion, India continues to enhance its role as a key driver of global economic activity. The IMF's projections reaffirm India's resilience, further solidifying its importance in shaping the global economic future. The only caution being the trade

tariffs which can play a spoil sport as they may lead to a slowdown in the bigger economies.

Industry Overview

GNA Axles Limited is preferred OEM supplier for manufacture and supply of Rear Axle Shafts, Spindles and Drive Shafts for Tractors and Commercial Vehicles. The business of the Company is dependent on the fortunes of the Tractor and Commercial vehicle industry. During the year under review the tractor industry showed a growth of around 6.50% as per Tractor Manufacturers Association and was able to produce tractors in excess of ten Lacs tractors. and the same is expected to continue in the current year also. The Company was able to increase its volume in Off Highway segment by around 3%. The Indian CV industry ended the 2024-25 on a flat note showing a decrease of around 3% with overall CV sales at around 10.33 Lacs units against 10.68 Lacs units in 2023-24 as per SIAM. In the Export markets, the Company was able to increase its market share and was able to post a volume growth of around 13.50% in 2024-25.

Business Overview

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

Product Wise Volume Distribution

No. of Pcs in Lacs

Product Types	2024-25		2023-24	
	Domestic	Exports	Domestic	Exports
Rear Axle Shafts	21.37	17.45	21.51	16.19
Spindles	3.30	7.75	4.70	5.84
Drive Shafts	1.81	1.46	1.42	1.44
Total	26.48	26.66	27.63	23.47

Segment wise distribution

No. Of Pcs in Lacs

Segments	2024-25		2023-24	
	Domestic	Exports	Domestic	Exports
Off Highway	17.73	3.42	17.37	2.99
CV	8.75	23.25	10.26	20.48
Total	26.48	26.67	27.63	23.48

Geography-wise Revenue from operations

Amount (₹ in Cr)

	2024-25	2023-24
Exports	840.36	776.20
Domestic	672.05	714.34
Total	1,512.41	1,490.54

Amount (₹ in Cr)

Financial Highlights	2024-25	2023-24
Total operating Revenue	1,539.74	1,506.26
Profit Before Depreciation, Interest and Tax	213.22	199.72
Financial Costs	11.86	11.54
Depreciation	57.10	53.34

Management Discussion & Analysis (Contd.)

Amount (₹ in Cr)

Financial Highlights	2024-25	2023-24
Profit before Tax	144.27	134.84
Tax Expense	37.15	34.82
Profit after tax	107.12	100.02
Earnings Per Share		
- Basic	24.95	23.30
- Diluted	24.95	23.30

Key Financial Ratios

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

Sr. No	Particulars	2024-25	2023-24	Explanation for Significant Change
1	Debtors Turnover Ratio (Times)	2.50	2.63	-
2	Inventory Turnover Ratio (Times)	7.73	7.72	-
3	Debt Service Coverage Ratio	6.55:1	4.60:1	-
4	Current Ratio (Times)	2.50	2.16:1	-
5	Debt Equity Ratio (Times)	0.29	0.27:1	-
6	Return on Capital Employed (%)	13.62%	14.65%	-
7	Net Profit Margin (%)	7.08%	6.71%	-
8	Return on Equity (%)	11.90%	12.47%	-

Market and Business outlook

With promising GDP growth outlook, incentives from government to improve productivity in both manufacturing and agriculture sectors, and continuing focus on infra, demand for CVs and Tractors is expected to improve from here and we remain optimistic about domestic demand while keeping a close watch on geopolitical developments, interest rates, fuel prices and inflation. We will continue to deliver strong EBITDA performance and our focus on net cash will continue. The demand from the overseas markets will now be depending upon the tariff escalations, the geopolitical situations around the world. The North America remains the biggest export market for the Company, any negative development on the tariff front in USA can have an impact on the performance of the Company. A lot remains uncertain for the Company that whether the duties will be imposed and if imposed at what rate on a permanent basis.

Opportunities and Threats

It is expected that India will grow faster and ahead of the other economies of the World in the current decade which will give rise to new and manifold opportunities. The improvement in the demand from Tractors and CV segments will aid the Company in increasing its revenue and market share. The Auto component Industry is going to be a big beneficiary of India being made a global hub of Automobile and Auto Component manufacturing and the China plus 1 policy. India will be witnessing robust demand

for auto components amid ongoing shift in global supply chain coupled with cost-effective manufacturing base keeps costs lower by 10-25% relative to operations in Europe and Latin America. Any adverse development on the tariff front in the USA can have an adverse impact on the demand of Commercial Vehicles in USA and that in turn can impact the demand for the Company's products.

Human Resources

The Company believes that human resources is the strong foundation for creating endless possibilities for its business. Our employees are our prime assets and are instrumental and vital to our success. We nurture our people by investing in their empowerment through learning and development, wellness and safety besides providing contemporary workplace facilities. By identifying, developing and nurturing quality talent at every stage of the employee lifecycle, we are empowering them to become future ready and build rewarding careers. We are committed to create a professional culture which enables our employees to grow in their career alongwith the growth of the organisation. We continue to step up efforts to accelerate our value-based growth strategy and the overall development of our employees and continue to engage them in various initiatives of development and learning opportunities, reward and recognition and their career growth. Richer collaborations and stronger teamwork have accelerated our pursuit of excellence. The Company employed 1,537 employees on its rolls as at the end of the financial year 2024-25.

Management Discussion & Analysis (Contd.)

Quality, Efficiency & Delivery

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

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

Technology and Automation

Technology define one's competitive edge in the market. The Company realises that and has been investing in technological upgradation and also fine-tuning the systems and processes to ensure that those are in sync with the technology platforms. Thus, helping us provide a variety of customer specifications. The forging facilities are supported by robots. We intend to invest in automation for most stages of production process. This will help ensure optimal use of resources, reduction of industrial risk to human workers, economies of scale and significantly higher accuracy in the overall manufacturing and design of products.

Internal Control System

The Company has devised and designed proper and adequate Internal Control Systems which are commensurate with its size and nature of operations and ensures that it is integrated with our financial and operating systems which directs in a more effective manner. These controls have been designed in such a way so as to provide assurances regarding the maintenance of proper financial records, protection of the assets of the Company, and also ensures monitoring of the operations of the Company. The Internal Audit function of the Company reviews the Compliance of the established designs of Internal Control and the shortfalls and discrepancies, if any, are looked upon into and tracked for closure. The summary of the Internal Audit findings and status of implementation of action plans for risk mitigation, are submitted to the Audit Committee every quarter for review, and concerns around residual risks if any, are presented to the Board.

Cautionary Statement

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

Director's Report

Dear Members,

The Directors of your Company have pleasure in presenting their 32nd Annual Report on the affairs of the Company together with the Audited Accounts of the Company for the year ended March 31, 2025.

FINANCIAL PERFORMANCE

The Financial results for the year are as under:-

Particulars	Amount (₹ in Lacs)	
	Year ended on March 31, 2025	Year ended on March 31, 2024
Net operating Revenue	153,974.07	150,626.18
Other Income	261.05	240.39
Profit Before Depreciation, Interest and Tax	21,322.40	19,972.41
Financial Costs	1,185.55	1,154.34
Profit before Depreciation and Tax	20,136.85	18,818.07
Depreciation	5,710.03	5,333.71
Profit before Tax	14,426.82	13,484.36
Tax Expense	3,714.61	3,482.27
Profit after tax	10,712.21	10,002.09
Earnings Per Share		
- Basic	24.95	23.30
- Diluted	24.95	23.30

FINANCIAL ANALYSIS AND REVIEW OF OPERATIONS

Revenue from operations increased by ₹ 3,347.89 Lacs to ₹ 153,974.07 Lacs for the Fiscal 2025 from ₹ 150,626.18 Lacs for the Fiscal 2024, showing an increase of 2.22%. Export sales increased by ₹ 6,415.84 Lacs to ₹ 84,035.99 Lacs for the Fiscal 2025 from ₹ 77,620.15 Lacs for the Fiscal 2024 due to the export of new Components. Domestic sales decreased by ₹ 4,228.57 Lacs to ₹ 67,205.16 Lacs in the Fiscal 2025 from ₹ 71,433.73 Lacs in the Fiscal 2024 thereby showing a decrease of 5.92%.

The company earned Profit before Tax of ₹ 14,426.82 Lacs during the year under review against ₹ 13,484.36 Lacs for the Fiscal 2024 showing an increase of 6.99%. Profit after tax increased by ₹ 710.12 Lacs to ₹ 10,712.21 Lacs for the Fiscal 2025 from ₹ 10,002.09 Lacs for the Fiscal 2024 thereby showing an increase of 7.10%.

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

TRANSFER TO RESERVES

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

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from the public as such no amount on account of principal or interest on deposits from public was outstanding as on March 31, 2025.

RESOURCE UTILISATION

Property Plant & Equipment

The property, plant & Equipment (including capital work in progress) as at March 31, 2025 were ₹ 40,578.55 Lacs as against previous year's value of 35,254.12 Lacs.

Current Assets

The net current assets as on March 31, 2025 were ₹ 54,509.99 Lacs as against ₹ 44,980.14 Lacs in the previous year.

DIVIDEND

The Board of Directors in its meeting held on April 21, 2025 had recommended a dividend @ 30% i.e of ₹ 3.00/- per Equity Share of ₹ 10/- each (Previous year ₹ 2.00/- per Equity Share) to the shareholders of the Company for their consideration and approval at the ensuing Annual General Meeting of the Company. The dividend @ 30%, if approved at the forthcoming Annual General Meeting, will result in the outflow of ₹ 1,287.92 Lacs. The Dividend, if approved at the ensuing Annual general Meeting, will be paid within the stipulated time under the Companies Act, 2013 (subject to deduction of Tax at source).

Director's Report (Contd.)

SHARE CAPITAL

The paid up Equity share Capital of the Company as on March 31, 2025 was ₹ 429,308,000/- divided into 42,930,800 Equity shares of ₹ 10/- each and there has been no change in the Paid up Capital of the Company during the year under review.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the Year under review the Company has incorporated a wholly owned subsidiary in the name of G N A Mobility Limited with a paid up Capital of ₹ 5.00 Lacs. The Company has now two subsidiaries namely GNA Axles Inc. incorporated in Michigan USA and M/s G N A Mobility Limited incorporated with Registrar of Companies Punjab & Chandigarh at Chandigarh. Both the subsidiaries are yet to start their business operations. A statement pursuant to section 129(3) in form AOC – 1 is enclosed as an **Annexure 1** to this Report.

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

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company are prepared after consolidating the accounts of both the Subsidiaries namely M/s GNA Axles Inc and M/s GNA Mobility Limited in the form and manner prescribed under the Companies Act, 2013 and shall be laid before the forthcoming 32nd Annual General Meeting. The Consolidated Financial Statements are provided in this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

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

1. To promote and help in providing healthcare and preventive healthcare facilities to the people.
2. To promote Education and help in delivering quality education to the society and students.
3. To promote the rural sports, nationally recognised sports and Olympic sports.
4. To take initiative in eradication of hunger, malnutrition, sanitation.

5. To promote women empowerment
6. Any other project / programme pertaining to activities listed in Schedule VII of the Companies (Corporate Social Responsibility) Rules, 2014 and amendments thereto.

The disclosures under Section 134(3) of the Companies Act, 2013 read with Rule 9 of Companies (Accounts) Rules 2014 i.e. Annual Report on CSR activities for Financial Year 2024-25 is attached herewith as **Annexure 2**.

RISK MANAGEMENT

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

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

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

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

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

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

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

DIVIDEND DISTRIBUTION POLICY

The Board of Directors of the Company in their meeting held on April 23, 2021 had adopted and approved the Dividend Distribution policy of the Company and the same is annexed as **Annexure – 5** to this Directors Report and is available

Director's Report (Contd.)

on the website of the Company at www.gnaaxles.in/pdf/unpaid-dividend/Dividend-Distribution-Policy-23.04.21.pdf.

REMUNERATION POLICY

The Board of Directors of the Company had formulated and approved the Nomination and Remuneration Policy of the Company which includes the criteria determining the qualifications and other matters as provided under section 178(3) of the Companies Act 2013.

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

INTERNAL FINANCIAL CONTROL

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

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

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

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

The Company has not given any loan, provided any guarantee, provided any security or made any investments u/s 186 of the Companies Act during the financial year 2024-25 other than subscribing to the paid up share capital of its wholly owned subsidiary incorporated in the financial year in the name of G N A Mobility Limited to the tune of ₹ 5.00 Lacs.

DIRECTORS

During the year under review Mr. Gurdeep Singh resigned from the Board of Directors of the Company citing personal reasons. In accordance with provisions of the Articles of Association of the Company, Mr. Harwinder Singh and Mr. Gursaran Singh Directors of your Company, retire by rotation at the conclusion of the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board of Directors recommends their reappointment as Directors at the forthcoming Annual General Meeting.

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

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

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

Declaration under Section 149(6):

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

Familiarisation programmes for Board Members:

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

Board Evaluation:

The Company has put in place the policy for performance evaluation of the Individual Directors of the company and the Board as a whole including the Chairman of the Company. The meeting of the Independent Directors of the Company for the year 2024-25 was held on January 10, 2025 to evaluate the performance of the Non Independent Directors of the Company, the Chairman of the Company and Board as a whole. The evaluation was done by discussing the performance of the Individual Directors and the Board as a whole.

AUDITORS AND AUDITORS' REPORT

a. Statutory Auditors

The Shareholders of the Company in their 31st Annual General Meeting held on September 19, 2024 had appointed M/s G S Syal & Co. Chartered Accountants

Director's Report (Contd.)

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

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

b. Secretarial Auditor

M/s H.K & Associates, Practicing Company Secretaries, were appointed as Secretarial Auditor for the year 2024-25. The Report of the Secretarial Auditor in form no MR-3 is annexed to this Report. The Secretarial Audit Report is self explanatory and do not call for any comments. The Secretarial Audit Report forms part of this report as **Annexure 4**.

As per the amended Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has to appoint Secretarial Auditors for a tenure of 5 years. Accordingly, the Board of Directors in its meeting held on April 21, 2025, subject to the approval of the shareholders in the ensuing Annual General Meeting, has approved the appointment of Mrs. Harsimran Kaur of M/s HK & Associates – Company Secretaries Jalandhar as Secretarial Auditors of the Company for a period of 5 years on such remuneration as decided by the Managing Director in consultation with the Secretarial Auditor. The Board recommends the appointment of Mrs. Harsimran Kaur of M/s HK & Associates – Company Secretaries Jalandhar as Secretarial Auditors of the Company for a tenure of Five years to hold office from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company.

BOARD MEETINGS

During the Financial Year 2024-25, the Board met 4 times on May 24, 2024, July 11, 2024, October 18, 2024 and January 10, 2025.

BOARD COMMITTEES

A. Audit Committee

The Audit Committee comprises of the following Directors.

1. Air Vice Marshal Sarvjit Singh Hothi – Chairman
2. Mr. Jasvinder Singh Johal – Independent Director
3. Mr. Ajit Singh - Independent Director
4. Mr. Ranbir Singh – Non Independent Director
5. Mr. Rajan Wadhwa - Independent Director

B. Nomination and Remuneration Committee

The Nomination and remuneration Committee comprises of the following Directors.

1. Mr. Ashwani Kumar Malhotra – Chairman
2. Mr. Jasvinder Singh Johal – Independent Director
3. Air Vice Marshall Saravjit Singh Hothi (Retd.) – Independent Director

C. Stakeholders' Relationship Committee

The Stakeholder Relationship Committee comprises of the following Directors.

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

D. Corporate Social Responsibility Committee

The Corporate Social responsibility Committee comprises of the following Directors

1. Air Vice Marshal Sarvjit Singh Hothi – Chairman (w.e.f June 10, 2022)
2. Mr. Ashwani Kumar Malhotra – Independent Director
3. Mr. Ranbir Singh – Non Independent Director

E. Risk Management Committee

The Risk Management Committee comprises of the following Directors

1. Mr. Ranbir Singh – Chairman
2. Mr. Jasvinder Singh
3. Mr. Kulwin Seehra
4. Mr. Jasvinder Singh Johal

CORPORATE GOVERNANCE

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

BUSINESS RESPONSIBILITY SUSTAINABILITY REPORT

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

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

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

Director's Report (Contd.)

ANNUAL RETURN

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

HUMAN RESOURCES/INDUSTRIAL RELATIONS

For your Company its Human Resources are its most important assets. It has been the endeavor of the Company to attract and retain talent. Performance management is the key word for the Company. The Industrial relations have been peaceful and harmonious in both the plants of the Company during the year under review. As on March 31, 2025, 1537 personnel were employed by the Company.

PERSONNEL & RELATED INFORMATION

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

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

The Company has in place a Prevention of Sexual Harassment policy (POSH) in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Compliance Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary and trainees) are covered under this policy. The Company has not received any complaint about sexual harassment during the year 2024-25.

DIRECTOR'S RESPONSIBILITY STATEMENT

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

1. In the preparation of the annual accounts, the applicable Accounting Standards have been followed;
2. Appropriate accounting policies have been selected and applied consistently, and have made judgments

and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;

3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis.
5. The Board of Director of the Company has laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.
6. Devised proper systems to ensure compliance with the provisions of all applicable laws and those systems were adequate and operating effectively.

GENERAL DISCLOSURES

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

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

ACKNOWLEDGEMENT

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

For and on Behalf of the Board

Date: April 21, 2025

Place: Mehtiana

Ranbir Singh

Managing Director & CEO

Kulwin Seehra

Executive Director

Annexure - I

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

Part A

Amount in ₹

Particulars	GNA Axles Inc. (Current Year)	GNA Mobility Limited
a) Reporting period of subsidiary concerned, if different from the holding Company's reporting period.	NA	NA
b) Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries	Exchange Rate 1USD = 85.5814	NA
c) Capital	85,581.40	500,000
d) Reserves	(3,509,199)	0
e) Total Assets	156,252	500,000
f) Total Liabilities	156,252	500,000
g) Details of investments (Except in case of investment of subsidiaries)	0.00	0.00
h) Turnover (net)	0.00	0.00
i) Profit before taxation	(271,352)	0.00
j) Provision for taxation	0.00	0.00
k) Profit after taxation	(271,352)	0.00
l) Proposed dividend (including tax thereon)	0.00	0
m) % of shareholding	100.00	100.00

Annexure - 2

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

1. Brief Outline on CSR Policy of the Company

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

2. Composition of CSR Committee

As at March 31, 2025, the Corporate Social Responsibility Committee comprised of 3(three) Members of the Board, 2(Two) of which were Independent Directors and 1(One) was Executive. The Chairman of the Committee is an Independent Director.

Sl. No.	Name and Designation/ Nature of Directorship	Total No. of CSR Committee Meetings held during the year -1
		Attendance in CSR Committee Meeting held on July 11, 2024
1.	Air Vice Marshal Sarvjit Singh Hothi (Retd.)	Leave
2.	Mr. Ranbir Singh	Present
3.	Mr. Ashwani Kumar Malhotra	Present

Annexure - 2 (Contd.)

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

CSR Committee – www.gnaaxles.in

CSR Policy – www.gnaaxles.in

CSR Programmes – www.gnaaxles.in

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

Not applicable for financial year 2024-25.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any – ₹ 11.31 Lacs
6. Average net Profit of the Company as per Section 135(5) – ₹ 14,335.48 Lacs.
7. (a) Two percent of average net profit of the company as per section 135(5) ₹ 286.71 Lacs
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. NIL
(c) Amount required to be set off for the financial year, if any ₹ 11.31 Lacs
(d) Total CSR obligation for the financial year (7a+7b-7c) ₹ 275.40 Lacs
8. (a) CSR spent or unspent for the financial year:

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

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

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Project Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the Project		Amount spent for the Project (in ₹ Lacs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation – Through Implementing Agency	
				State	District			Name	CSR Regn No., If already registered
1	Eradicating Hunger	(i)	Yes	Punjab	Amritsar, Jalandhar & Kapurthala	245.00	No	Bibi Kaulan Ji Bhalai Kender Trust	CSR00009149
2.	Promoting Education	(ii)	Yes	Punjab	Jalandhar, Kapurthala, Hoshiarpur	27.06	Yes	-	-

Annexure - 2 (Contd.)

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Project Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the Project		Amount spent for the Project (in ₹ Lacs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation – Through Implementing Agency	
				State	District			Name	CSR Regn No., If already registered
3	Promoting Education	(i)	No	Maharashtra	Nanded	5.00	No	Shri Guru Gobind Singh Ji welfare Trust	CSR00016021

TOTAL AMOUNT SPENT = ₹ 277.06 Lacs

- (d) Amount spent in Administrative Overheads : NIL
- (e) Amount spent on Impact Assessment, if applicable :NIL
- (f) Total Amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 277.06 Lacs
- (g) Excess amount for set off, if any : ₹ 1.66 Lacs

Sl. No.	Particular	Amount (in ₹ Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	286.71
(ii)	Total amount spent for the Financial Year	277.06
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	1.66
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1.66

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹ Lacs)	Amount spent in the reporting Financial Year (in ₹ Lacs)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹ Lacs)
				Name of the fund	Amount (in ₹ Lacs)	Date of transfer	
1.	2021-22	76.06	76.06	-	-	-	NIL
2.	2022-23	29.31	29.31	-	-	-	NIL
3.	2023-24	NIL	NIL	-	-	-	NIL

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

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

Annexure - 2 (Contd.)

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

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

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

Date : April 21, 2025

Place : Mehtiana

AVM Saravjit Singh Hothi (Retd.)

Chairman CSR Committee

Annexure - 3

NOMINATION AND REMUNERATION POLICY OF GNA AXLES LIMITED

1. PREFACE

The Nomination and Remuneration Committee was constituted by our Board on September 29, 2014. The Nomination and Remuneration Committee was reconstituted on June 9, 2015 and the terms of reference were modified pursuant to the Board resolution dated March 7, 2016. The Committee was further reconstituted on October 18, 2024. The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013.

The amended policy is as under:-

2. ROLE OF THE COMMITTEE:

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

the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

10. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
 - (i) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (ii) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003.
11. Performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.
12. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

3. MEMBERSHIP:

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

4. CHAIRMAN:

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

Annexure - 3 (Contd.)

5. FREQUENCY OF MEETINGS:

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

6. COMMITTEE MEMBERS' INTERESTS:

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

7. SECRETARY:

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

8. VOTING:

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

9. MINUTES OF COMMITTEE MEETING:

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

10. EFFECTIVE DATE & AMENDMENTS:

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

Annexure - 4

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

for the financial year ended March 31, 2025

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

To the Members of

GNA Axles Limited

GNA House

1-C, Chhoti Baradari Part - 2

Garha Road, Opposite Medical College

Jalandhar - 144001

CIN: L29130PB1993PLC013684

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

Based on our verification of **GNA Axles Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial-year ended on March 31, 2025 complied with statutory provisions listed hereunder and also that the Company has proper board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on March 31, 2025 according to the provisions of:

- I. The Companies Act, 2013 and the rules made thereunder;
- II. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – [Not Applicable during the audit period];
- V. The Following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - b. The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equities) Regulations, 2021. [Not applicable as there was no reportable event during the financial year under review.]
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [Not Applicable as the Company has not issued and listed any debt securities during the financial year under review]
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. [Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review]
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. [Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the financial year under review]
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. [Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the financial year under review]

Annexure - 4 (Contd.)

VI. The following laws as identified and confirmed by the Management as specifically applicable to the company:

- a. Environment (Protection) Act, 1986.
- b. Air (Prevention and Control of Pollution) Act, 1981.
- c. Water (Prevention and Control of Pollution) Act, 1974.
- d. Hazardous Wastes (Management, Handling and Trans-boundary Movement) Rules, 2008
- e. We further report that, adequate systems are in place to monitor and ensure compliance with general laws like labour laws, competition law, environmental laws etc.

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

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

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

We further report that:

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

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

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

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

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

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

For **H. K. & Associates**

Company Secretaries

Peer Review No. 2233/2022

Harsimran Kaur

Proprietor

Place: Jalandhar

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

Dated: April 21, 2025

UDIN: F008174G000161371

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

Annexure - 4 (Contd.)

ANNEXURE TO THE SECRETARIAL AUDIT REPORT

To the Members of

GNA Axles Limited

GNA House

1-C, Chhoti Baradari Part - 2

Garha Road, Opposite Medical College

Jalandhar - 144001

CIN: L29130PB1993PLC013684

MANAGEMENT'S RESPONSIBILITY

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

AUDITORS RESPONSIBILITY

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

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

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

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

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

DISCLAIMER

The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

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

For **H. K. & Associates**

Company Secretaries

Peer Review No. 2233/2022

Harsimran Kaur

Proprietor

Place: Jalandhar

Dated: April 21, 2025

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

UDIN: F008174G000161371

DIVIDEND DISTRIBUTION POLICY OF GNA AXLES LIMITED

PREAMBLE

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

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

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

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

2. DEFINITIONS

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

3. POLICY

A. PARAMETERS AND FACTORS FOR DECLARATION OF DIVIDEND

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

Financial parameters and Internal Factors:

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

External Factors:

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

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

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

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

- In the event of inadequacy of profits or whenever the Company has incurred losses;
- Significant cash flow requirements towards higher working capital requirements / tax

Annexure - 5 (Contd.)

demands / or others , adversely impacting free cash flows;

- An impending / ongoing capital expenditure programme or any acquisitions or investment in joint ventures requiring significant allocation of capital;
- Allocation of cash required for buy-back of securities;
- Any of the internal or external factors restraining the Company from considering dividend.

C. UTILISATION OF THE RETAINED EARNING

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

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

D. Rate/ Quantum of Dividend:

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

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

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

the record date/book closure period, as per the applicable law.

In case of interim dividend:

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

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

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

4. CONFLICT IN POLICY

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

5. DISCLOSURES

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

6. POLICY REVIEW AND AMENDMENTS

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

INFORMATION PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT – 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES 2014 FORMING PART OF THE DIRECTORS REPORT FOR THE YEAR ENDED MARCH 31, 2025.

CONSERVATION OF ENERGY

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

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

B. TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT

i) Efforts made in Technology Absorption:

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

ii) Benefits derived as a result of the above:

Owing to these, the Company has been able to derive benefits like improvement of the product

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

iii) Expenditure on Research & Development

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

FOREIGN EXCHANGE EARNING AND OUTGO

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

₹ in Lacs		
	Current Year	Previous Year
Earnings in Foreign Exchange	84,035.99	77,620.15
Foreign Exchange Outgo	11,137.41	6,037.70

For And on Behalf of the Board

Date: April 21, 2025

Place: Mehtiana

Ranbir Singh

Managing Director & CEO

Kulwin Seehra

Executive Director

Annexure - 7

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

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

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

SR. NO.	NAME & DESIGNATION OF DIRECTOR	REMUNERATION (AMOUNT ₹ IN LACS)	RATIO TO MEDIAN REMUNERATION
1.	Mr. Gursaran Singh – Executive Chairman	266.09	137.87
2.	Mr. Jasvinder Singh – Executive Vice Chairman	291.29	150.93
3.	Mr. Ranbir Singh – Managing Director & CEO	303.53	157.27
4.	Mr. Gurdeep Singh – Director	-	-
5.	Mr. Maninder Singh – Whole Time Director	93.02	48.20
6.	Mr. Harwinder Singh – Whole Time Director	101.43	52.55
7.	Mr. Kulwin Seehra – Whole Time Director	101.43	52.55
8.	Mr. Jasminder Singh Johal – Independent Director	-	Not Applicable as only sitting fees is paid during the year
9.	Mr. Ajit Singh – Independent Director	-	Not Applicable as only sitting fees is paid during the year
10.	Lt. Gen. Praveen Bakshi (Retd.)	-	Not Applicable as only sitting fees is paid during the year
11.	Mr. Rajan Wadhera – Independent Director	-	Not Applicable as only sitting fees is paid during the year
12.	Mr. Ashwani Kumar Malhotra – Independent Director	-	Not Applicable as only sitting fees is paid during the year
13.	Air Vice Marshal S S Hothi (Retd.) – Independent Director	-	Not Applicable as only sitting fees is paid during the year
14.	Mrs. Pooja Uppal – Independent Director	-	Not Applicable as only sitting fees is paid during the year

II) The percentage increase in remuneration of each Director, CFO , CEO, CS or Manager if any in the financial year 2024-2025 compared to 2023-24

SR. NO.	NAME & DESIGNATION OF DIRECTOR, CFO, CEO AND CS	REMUNERATION FOR THE YEAR ENDED 2023-24 (₹ IN LACS)	REMUNERATION FOR THE YEAR ENDED 2022-23 (₹ IN LACS)	% CHANGE
1.	Mr. Gursaran Singh – Executive Chairman	266.09	239.81	10.96
2.	Mr. Jasvinder Singh – Executive Vice Chairman	291.29	281.09	3.63
3.	Mr. Ranbir Singh – Managing Director & CEO	303.53	284.93	6.53
4.	Mr. Gurdeep Singh – Director	-	-	-
5.	M. Maninder Singh – Whole Time Director	93.02	83.90	10.87
6.	Mr. Harwinder Singh – Whole Time Director	101.43	83.79	21.05
7.	Mr. Kulwin Seehra – Whole Time Director	101.43	83.79	21.05

Annexure - 7 (Contd.)

SR. NO.	NAME & DESIGNATION OF DIRECTOR, CFO, CEO AND CS	REMUNERATION FOR THE YEAR ENDED 2023-24 (₹ IN LACS)	REMUNERATION FOR THE YEAR ENDED 2022-23 (₹ IN LACS)	% CHANGE
8.	Mr. Jasinder Singh Johal – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
9.	Mr. Ajit Singh – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
10.	Lt. Gen. Praveen Bakshi (Retd.) – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
11.	Mr. Rajan Wadhwa – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
12.	Mr. Ashwani Kumar Malhotra – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
13.	Air Vice Marshal S S Hothi – Independent Director	-	-	Not applicable as only sitting fees is paid during the year
14.	Mrs. Pooja Uppal Independent Director	-	-	Not applicable as only sitting fees is paid during the year
15.	Mr. Rakesh Gupta – CFO	21.93	18.79	16.71
16.	Mr. Gourav Jain – CS	12.40	10.21	21.45

- III) The median remuneration of the employees has increased by 11.70% In 2024-25 as compared to 11.80% in 2023-24.
- IV) Number of permanent employees on the rolls of the company during 2024-25 was 1,537.
- V) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and is there are any exceptional circumstances for increase in the managerial remuneration :- Average increase in the Employees remuneration other than managerial remuneration is 11.75% while the managerial remuneration increased by 9.41%.
- VI) We affirm that the remuneration paid to the Directors, Key Managerial Personnel and employees is as per the remuneration policy of the Company.

Annexure - 7 (Contd.)

INFORMATION AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.**I) Names of the Top ten employees of the Company in terms of remuneration drawn for the Financial Year 2024-25.**

S. No	Name of Employee	Designation of the Employee	Remuneration Received (Amt. in ₹ Lacs)	Nature of employment whether contractual or otherwise	Qualification and experience of employee	Date of commencement of employment	Age (in Years)	Last Employment held before joining the Company	The percentage of equity shares held by employee of the Company	Whether any such employee is a relative of any Director of the Company and if so name of the Director.
1	Mrs. Loveleen Kaur	Sr. Vice President (Corporate Affairs)	26.99	Permanent	Graduate, 26 years	01.02.2018	60	-	0.047%	Relative of Mr. Ranbir Singh and Mr. Kulwin Sehra
2	Mr. Manjit Singh Rihal	GM - Exports	22.21	Permanent	B.Com, 20 Years	01.11.2006	47	Genpact	0.05%	Not Related
3	Mr. Satwinder Singh	Sr. Vice President – Projects	22.00	Permanent	Diploma in Mechanical Engineering, 43 Years	01.03.2005	69	GNA Udyog Limited	0.00%	Not Related
4	Mr. Rakesh Kumar	CFO	21.93	Permanent	B.Com, FCA 30 Years	06.05.2006	56	GNA Gears Limited	0.00%	Not Related
5	Mr. Surinder Singh	Sr. Vice President – Works	21.13	Permanent	Diploma in Mechanical Engineering 46 Years	16.05.1994	68	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
6	Mr. Pradeep Sharma	Sr. Vice President – Marketing	19.80	Permanent	B.Com, 41 Years	16.05.1994	62	Guru Nanak Auto Enterprises Limited	0.01%	Not Related
7	Dr. Jaswant Singh	Sr. GM - Forging	17.94	Permanent	Ph.d in Metal Forming 30 Years	16.05.1994	56	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
8	Mr. G S Cheema	Sr. GM – Personnel & HRD	17.81	Permanent	B.Sc, LL.B 30 Years	16.05.1994	59	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
9	Mr. Rishi Raj Sharma	Sr. GM - Production	15.67	Permanent	B.Tech (Mech.) 31 Years	16.05.1994	51	Mahavir Spinning Mills Limited	0.00%	Not Related
10	Mr. Paramjit Singh nanda	Sr. Vice President (Admn.)	14.73	Permanent	M.Sc, LL.B 38 Years	01.04.2021	62	GNA Gears Limited	0.00%	Not Related

- II) Name of the employees who were employed throughout 2024-25 and were paid remuneration not less than ₹ 1.02 Cr per annum – NIL
- III) Name of employees who were employees in part during 2024-25 and were paid remuneration not less than ₹ 8.50 Lacs per month – NIL.
- IV) Name of employees who were employees throughout 2024-25 or part thereof and were paid remuneration in excess of Managing Director or Wholtime Director or Manager and hold along with his spouse or dependent children not less than 2% of the equity shares of the Company – NIL.

Corporate Governance Report

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

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

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

The composition of Board of Directors and Directors attendance at the Board Meetings and at last Annual General Meeting of the Company, as also the number of Directorship/Chairmanships, Committee Memberships and Committee Chairmanships held by them in other Public Limited Companies, as on March 31, 2025 are given below:-

Name of Director	Designation & Category	Number of Board Meetings Attended	Attendance at Last Annual General Meeting	Directorship in other Companies	Other Committee Membership	Board Chairmanship in other Companies	Committee Chairmanships in other Companies
Mr. GURSARAN SINGH	EXECUTIVE CHAIRMAN	4	NO	2	-	2	-
Mr. JASVINDER SINGH SEEHRA	EXECUTIVE VICE CHAIRMAN	3	YES	4	-	1	-
Mr. RANBIR SINGH	MANAGING DIRECTOR AND CEO	4	YES	5	-	-	3
Mr. MANINDER SINGH	EXECUTIVE DIRECTOR	2	NO	2	-	-	-
Mr. GURDEEP SINGH (Resigned on 17.09.2024)	NON-INDEPENDENT AND NON EXECUTIVE DIRECTOR	1	NO	4	-	-	-
Mr. HARWINDER SINGH SEEHRA	EXECUTIVE DIRECTOR	4	NO	-	-	-	-
Mr. KULWIN SEEHRA	EXECUTIVE DIRECTOR	4	NO	1	-	-	-
Mr. JASMINDER SINGH JOHAL	INDEPENDENT DIRECTOR	4	NO	-	-	-	-
Mr. AJIT SINGH	INDEPENDENT DIRECTOR	4	NO	2	-	-	-
Lt. Gen. PRAVEEN BAKSHI (Retd.)	INDEPENDENT DIRECTOR	4	YES	-	-	-	-
Mr. RAJAN WAHERA	INDEPENDENT DIRECTOR	3	NO	2	-	-	-
Mr. ASHWANI MALHOTRA	INDEPENDENT DIRECTOR	4	YES	1	-	-	-

2. BOARD OF DIRECTORS

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

- Composition: As on March 31, 2025, the Company's Board comprises of an Executive Chairman, Executive Vice Chairman, Managing Director Executive Directors and Non Executive Directors. Out of the total strength of Thirteen (13) Directors, seven Directors are independent.
- Board Meetings: During the Financial Year 2024-25, the Board met Four (4) times on 24.05.2024, 11.07.2024, 18.10.2024 and 10.01.2025

Corporate Governance Report (Contd.)

Name of Director	Designation & Category	Number of Board Meetings Attended	Attendance at Last Annual General Meeting	Directorship in other Companies	Other Committee Membership	Board Chairmanship in other Companies	Committee Chairmanships in other Companies
AIR VICE MARSHAL SARAVJIT SINGH HOTH (RETD.)	INDEPENDENT DIRECTOR	4	YES	2		-	
MRS. POOJA UPPAL	INDEPENDENT DIRECTOR	3	NO	1		-	-

Board Skill Matrix

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

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

3. AUDIT COMMITTEE

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

All members of the Audit Committee are financially literate and have accounting or related financial management expertise. Statutory Auditors, Internal Auditors and Chief Financial Officer are permanent invitees to the Committee.

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

During the Financial Year 2024-25, the Audit Committee met Four (4) times on 24.05.2024, 11.07.2024, 18.10.2024 and 10.01.2025.

The attendance of the members of the Committee for the Financial Year 2024-25 is as under:

Committee Members	Category	No. of Audit Committee Meetings Attended
Mr. Ranbir Singh	Executive Director	4
Mr. Jasinder Singh Johal	Independent Director	3
Mr. Ajit Singh Walia	Independent Director	4
Mr. Air Vice Marshal Saravjit Singh Hothi (retd.)	Independent Director	3
Mr. Rajan Wadhera	Independent Director	2

4. NOMINATION AND REMUNERATION COMMITTEE**i. Committee – constitution, policy & meeting details:**

The constitution and terms of reference of Nomination & Remuneration committee of the Board of Directors is in conformity with the SEBI (LODR), Regulations, 2015 as well as Section 178 of the Companies Act, 2013. During the year under review, consequent upon the resignation of Mr. Gurdeep Singh from the Board of Directors of the Company, the Board in its meeting held on October 18, 2024 reconstituted the Nomination and Remuneration Committee by inducting Air Vice Marshall Saravjit Singh Hothi (Retd.) as the new member in place of Mr. Gurdeep Singh. As on March 31, 2025 the Committee comprised of three directors i.e. Mr. Ashwani Malhotra - Independent Director, Mr. Jasinder Singh Johal - Independent Director and Air Vice Marshall Saravjit Singh Hothi (Retd.) Independent Director. Mr. Ashwani Malhotra is the Chairman of the Committee. During the Financial Year 2024-25, the Committee met one time on 10.01.2025

Corporate Governance Report (Contd.)

The attendance of the members of the Committee for the Financial Year 2024-25 is as under:

Committee Members	Category	No. of Nomination & Remuneration Committee Meetings Attended
Mr. Ashwani Malhotra	Independent Director	1
Mr. Jasinder Singh Johal	Independent Director	1
Air Vice Marshall Saravjit Singh Hothi (Retd.)	Independent Director	0

*

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

ii. Remuneration details:

a) Executive Directors

The Company paid an amount of ₹ 1,156.79 Lacs as remuneration to the Executive Director(s) during the Financial Year 2024-25 as follows:-

₹ in Lacs

S. No	Name	Designation	Salary	Other Benefits	Gross Remuneration
1	Mr. Gursaran Singh	Executive Chairman	266.09	-	266.09
2	Mr. Jasvinder Singh	Executive Vice Chairman	291.29	-	291.29
3	Mr. Ranbir Singh	Managing Director & CEO	303.53	-	303.53
4	Mr. Maninder Singh	Wholetime Director	93.02	-	93.02
5	Mr. Harwinder Singh	Wholetime Director	101.43	-	101.43
6	Mr. Kulwin Seehra	Wholetime Director	101.43	-	101.43
	Total		1,156.79	-	1,156.79

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

b) Non-Executive Directors

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

The details of the sitting fees paid to the Directors during the Financial Year 2024-25 is given below:-

SR. NO.	NAME OF THE DIRECTOR	SITTING FEE (₹)
1.	Mr. Jasinder Singh Johal	285,000
2.	Ajit Singh	270,000
3.	Lt. Gen Praveen Bakshi (Retd.)	165,000
4.	Mr. Rajan Wadhera	165,000
5.	Mr. Ashwani Malhotra	210,000
6.	AVM Saravjit Singh Hothi (Retd.)	240,000
7.	Mrs. Pooja Uppal	150,000

Corporate Governance Report (Contd.)

iii. Shareholding :

The Shareholding of the Directors in the equity share capital of the Company as at March 31 2025 is given as follows:-

SR. NO.	NAME OF DIRECTOR	NUMBER OF SHARES HELD	SR. NO.	NAME OF DIRECTOR	NUMBER OF SHARES HELD
1.	Mr. Gursaran Singh	1,075,000	2	Mr. Jasvinder Singh	6,442,200
3.	Mr. Maninder Singh	4,774,426	4.	Mr. Ranbir Singh	15,545,189
			5	Mr. Harwinder Singh	15,020
6	Air Vice Marshal Saravjit Singh Hothi (Retd.)	NIL	7	Mr.. Kulwin Seehra	1,075,000
8	Mr. Ashwani Kumar Malhotra	NIL	9	Mr. Rajan Wadhera	NIL
10	Mr. Jaswinder Singh Johal	NIL	11.	Lt. Gen Praveen Bakshi (Retd.)	10
12	Mrs. Pooja Uppal	NIL	13.	Mr. Ajit Singh	20

iv. Relationship inter se:

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

1. Mr. Gursaran Singh is father of Mr. Ranbir Singh.
2. Mr. Jasvinder Singh Seehra is father of Mr. Harwinder Singh Seehra
3. Mr. Jasvinder Singh Seehra is brother of Mr. Maninder Singh Seehra
4. Mr. Ranbir Singh is father of Mr. Kulwin Seehra

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

To look into the redressal of investors' complaints on various issues, the Company constituted a Shareholders'/Investors' Grievance Committee. Pursuant to provisions of Section 178 (5) of the Companies Act, 2013, the Board of Directors in their meeting held on June 9 2015, recognised and renamed the said committee as "Stakeholders Relationship Committee". During the year under review, the Committee comprised of three directors i.e. Mr. Ajit Singh - Independent Director, Mrs. Pooja Uppal - Independent Director, and Mr. Jasvinder Singh - Non Independent Director. Mr. Ajit Singh is the Chairman of the Committee. During the Financial Year 2024-25, the Committee met one time on 18.10.2024.

6. CORPORATE SOCIAL RESPONSIBILITY(CSR) COMMITTEE

The CSR Committee has been constituted under section 135 of the Companies Act, 2013. The committee assists the Board in implementing the CSR Policy of the Company and recommending/budgeting the amount of expenditure to be incurred on CSR activities and also approves the Annual CSR Report of the Company to the shareholders. During the year under review, the Committee comprised of three directors i.e. Air Vice Marshal Saravjit Singh Hothi (retd.) as its Chariman, Mr. Ashwani Kumar Malhotra and Mr. Ranbir Singh as members. During the Financial Year 2024-25, the Committee met one time on 11.07.2024.

RISK MANAGEMENT COMMITTEE

The Risk Management Committee has been constituted as per the provisions of SEBI (LODR) regulations, 2015. The Committee comprised of four directors i.e Mr. Gurdeep Singh as its Chairman, Mr. Ranbir Singh, Mr. Jaswinder Singh Johal and Mr. Kulwin Seehra as members. Consequent upon the resignation of Mr. Gurdeep Singh from the Board of Directors of the Company on 17th September 2024, the Board reconstituted the Committee by inducting Mr. Jasvinder Singh Seehra as the new member. As on 31st March 2025 the Committee comprised of four directors i.e. Mr. Ranbir Singh as its Chairman, Mr. Jasvinder Singh Seehra, Mr. Jaswinder Singh Johal and Mr. Kulwin Seehra as members. During the Financial Year 2024-2025, the Committee met three times on 11.07.2024, 18.10.2024 and 10.01.2025.

The attendance of the members of the Committee for the Financial Year 2023-24 is as under:

Committee Members	Category	No. of Risk Management Committee Meetings Attended
Mr. Gurdeep Singh (upto 17.09.2024)	Non Executive Director	1
Mr. Jaswinder Singh Johal	Independent Director	2

Corporate Governance Report (Contd.)

Committee Members	Category	No. of Risk Management Committee Meetings Attended
Mr. Ranbir Singh	Non-Independent and Non-Executive Director	3
Mr. Jasvinder Singh Seehra*	Non-Independent and Non-Executive Director	2
Mr. Kulwin Seehra	Non-Independent and Non-Executive Director	2

* Appointed on 18.10.2024

7. GENERAL BODY MEETINGS

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

Nature of Meeting	Day, Date and Time of the Meeting	Venue	Number of Special Resolutions Passed
31st Annual General Meeting	Thursday, September 19, 2024 at 12:30 PM	Through Audio Visual Means	1
30th Annual General Meeting	Friday, September 29, 2023 at 12:30 PM	Through Audio Visual Means	1
29th Annual General Meeting	Tuesday, September 20, 2022 at 12:30 PM	Through Audio Visual Means	0

- b. Postal Ballot: During the Year 2024-25, 1 Special Resolution pertaining to Reappointment of Mr. Gursaran Singh as Executive Chairman of the Company for a period of 3 years w.e.f. April 1, 2024 to March 31, 2027 was passed through postal ballot.

8. DISCLOSURES

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

9. MEANS OF COMMUNICATION

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

10. GENERAL SHAREHOLDERS INFORMATION

i) 32nd Annual General Meeting:

Date : June 30, 2025

Time : 12:30 PM

Venue : Through Audio Visual Means

ii) Financial Calendar 2025-26 (Tentative):

First Quarter Results : July, 2025

Corporate Governance Report (Contd.)

Second Quarter Results : October, 2025

Third Quarter Results : January, 2026

Annual Results : May, 2026

iii) **Record Date** : June 23, 2025 for the payment of Dividend AGM for the financial year 2024-25.

iv) **Dividend payment date** : On or before July 25, 2025.

v) **Listing:**

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

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

The Company has duly paid the listing fees to both the Stock Exchanges for the Financial year 2024-25.

vi) **Stock Code:**

BSE Limited : **540124**

National Stock Exchange of India Limited : **GNA**

vii) **Stock Market Data:**

The month wise highest, lowest and closing price of the Company in NSE and BSE during the financial year 2024-25 are given below:-

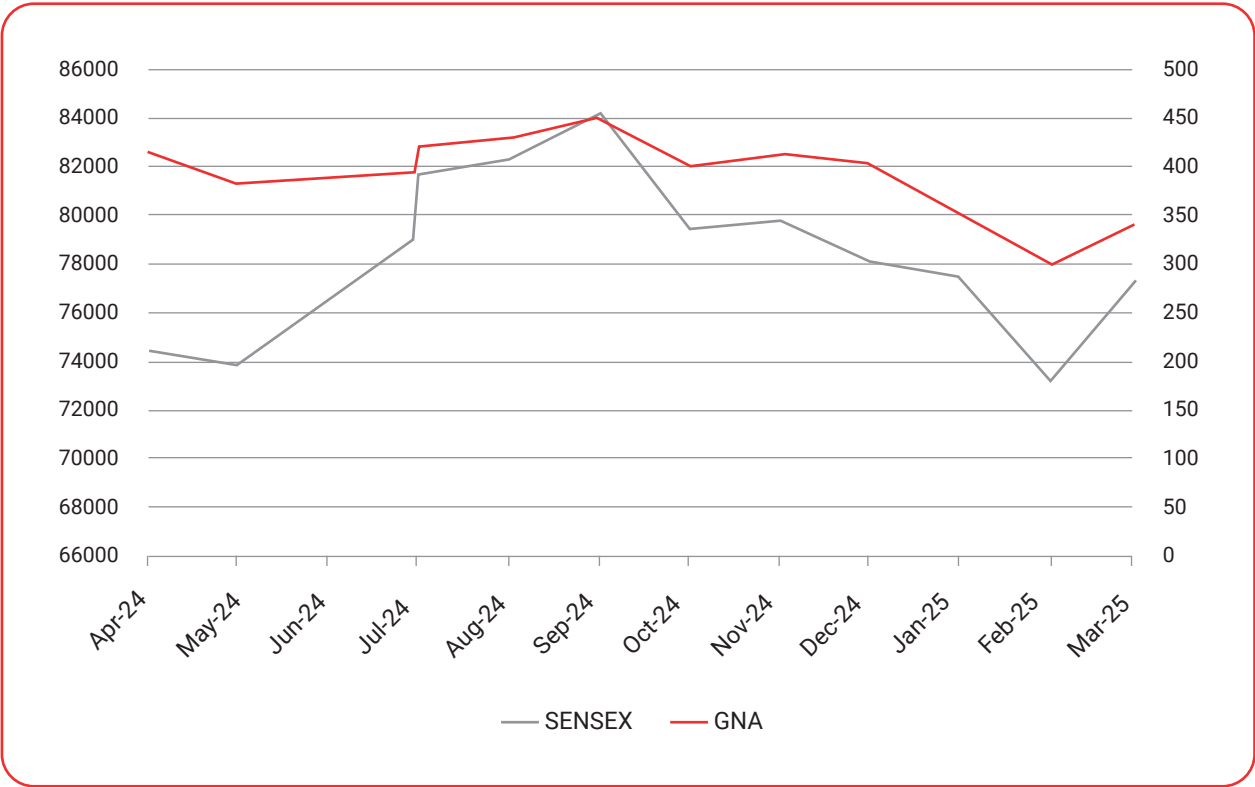
BSE LIMITED

Month	High	Low	Close	Percentage Change over last month closing
Apr-24	427.35	380.95	413.75	8.64
May-24	439.25	382.8	383.8	(7.24)
Jun-24	413.35	359.15	394.45	2.77
Jul-24	462	395	421.05	6.74
Aug-24	446.4	390	430.05	2.14
Sep-24	494	414.35	451.8	5.06
Oct-24	458	384	401.95	(11.03)
Nov-24	424	384.8	412.05	2.51
Dec-24	454	390.1	404.2	(1.91)
Jan-25	425.7	354.8	356.95	(11.69)
Feb-25	373.5	297.25	299.35	(16.14)
Mar-25	343	287.3	340.9	13.88

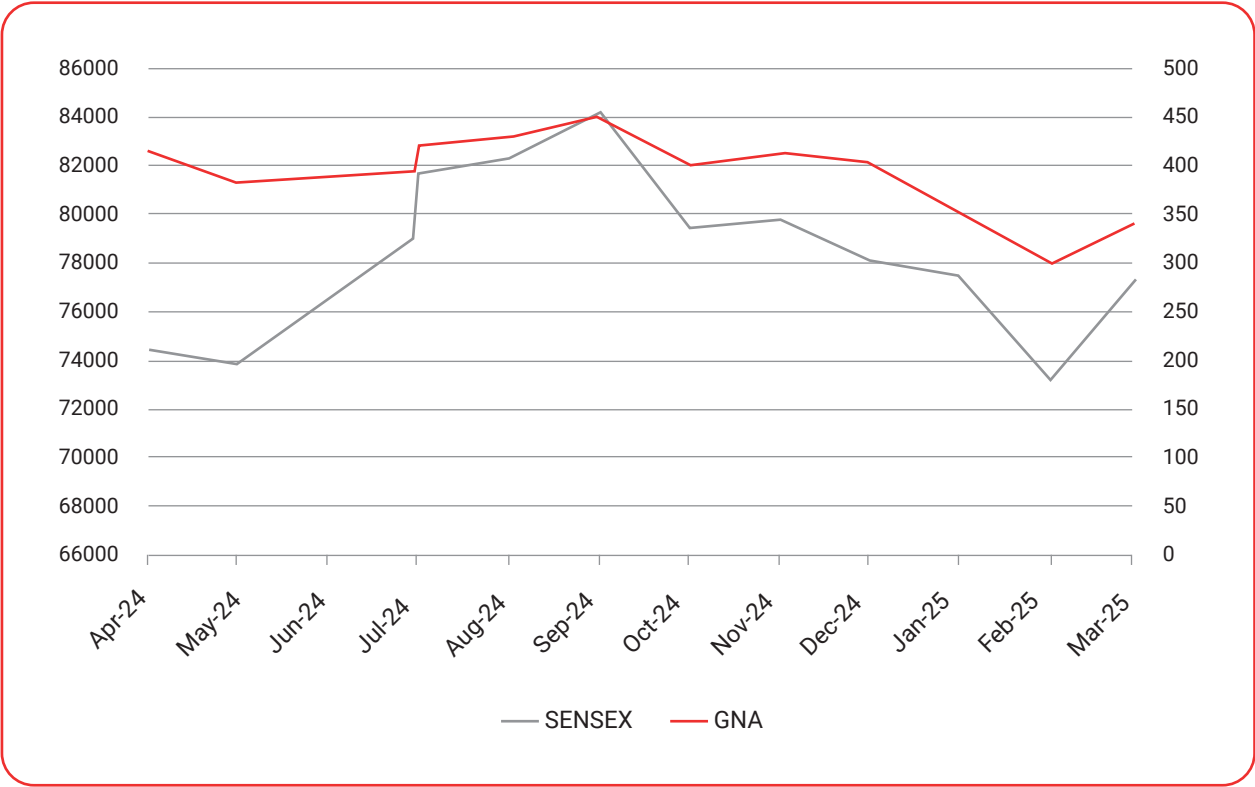
NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Month	High	Low	Close	Percentage Change over last month closing
Apr-24	426	383.15	414.55	8.95
May-24	439.25	382.95	383.7	(7.44)
Jun-24	413.5	357.2	395.35	3.04
Jul-24	462	395.3	420.75	6.42
Aug-24	446	392.3	430.3	2.27
Sep-24	493.8	413.5	451.3	4.88
Oct-24	458.75	381.2	401.15	(11.11)
Nov-24	425	384.55	413.8	3.15
Dec-24	448.8	393.05	404.6	(2.22)
Jan-25	427.7	355	357.65	(11.6)
Feb-25	374.65	297.3	299.8	(16.18)
Mar-25	343.45	287.75	341.1	13.78

Corporate Governance Report (Contd.)



Stock Price Movement during 2024-25 in comparison with BSE Sensex Index.



Stock Price Movement during 2024-25 in comparison with NSE Nifty Index.

Corporate Governance Report (Contd.)

viii) Information regarding dividend payment:

Members who have not en-cashed their Dividend declared for the below mentioned financial years, should contact the Company for revalidation of the original dividend warrants or for obtaining duplicate dividend warrants. The unpaid/unclaimed amount will be deposited in the Investors Education and Protection Fund as per the schedule given below:

Dividend for Financial Year	Date of Declaration	Due Date for deposit in IEPF
2017-18	September 15, 2018	September 14, 2025
2018-19	August 23, 2019	August 24, 2026
2020-21	September 20, 2021	September 19, 2028
2021-22	September 20, 2022	September 19, 2029
2022-23	September 29, 2023	September 28, 2030
2023-24	September 19, 2024	September 18, 2031

ix) Registrar & Transfer Agent:

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

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

x) Share Transfer System:

100% of the Company's Equity shares are held in dematerialised form. Transfer of these shares is done through the Depositories with no involvement of the Company. Securities and Exchange Board of India has mandated that w.e.f. April 01, 2019 the physical shares held by the shareholders will not be transferred except in the cases of transmission and transposition of names.

xi) Distribution of Shareholding pattern of the Company as on March 31, 2025.

S. No	Shares Range	Number of shareholders	% of total shareholders	Total shares for the range	% of issued Capital
1	1-500	46,630	94.96	3,645,740	8.49
2	501-1000	1,396	2.84	1,039,681	2.42
3	1001-2000	617	1.26	891,507	2.08
4	2001-3000	180	0.37	444,231	1.03
5	3001-4000	75	0.15	265,033	0.62
6	4001-5000	67	0.14	308,831	0.72
7	5001-10000	71	0.14	483,478	1.13
8	Above 10001	72	0.14	35,852,299	83.51
	Total	49,108	100.00	42,930,800	100.00

xii) Dematerialisation:

As on March 31, 2025, 42,930,800 Equity Shares of the Company i.e. 100 percent of the Equity Capital of the Company was held in dematerialised form.

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

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

Corporate Governance Report (Contd.)

xiv) Address for correspondence:

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

Telephone : 0181 - 4630477

Fax : 0181 - 4630477

E-mail : gjain@gnagroup.com

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

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

All the members of the Board and Senior Management have affirmed Compliance to the code of Conduct for the Financial Year 2024-25.

For And on Behalf of the Board

Date: April 21, 2025

Place: Mehtiana

Ranbir Singh

Managing Director & CEO

Kulwin Seehra

Executive Director

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

To,
The Board of Directors

G N A Axles Limited

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

- (a) We have reviewed the financial statements and the cash flow statement for the year ended on March 31, 2025 and based on our knowledge and belief, we state that:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal, or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial

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

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

Rakesh Kumar
Chief Financial Officer

Place : Mehtiana
Date : April 21, 2025

Ranbir Singh
Chief Executive Officer

Auditors' Certificate on Corporate Governance

To
The Members of
G N A Axles Limited

We have examined the compliance of the conditions of Corporate Governance by G N A Axles Limited for the year ended on March 31, 2025, as stipulated under Regulation 15(2) read with Schedule V Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and Management, we

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

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

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

Gurcharan Singh
Partner
M. No. 080075

Place : Jalandhar
Dated : April 21, 2025

Certificate on Non-disqualification of Directors

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

To
The Members of GNA Axles Limited
Jalandhar

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **GNA Axles Limited**, (CIN: L29130PB1993PLC013684) having registered office at GNA House, 1-C, Chhoti Baradari Part – 2, Garha Road, Opposite Medical College, Jalandhar produced by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read Clause 10(i) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended March 31, 2025.

In our opinion, to the best of our knowledge and according to the verifications (including Directors Identification Number

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

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

Harsimran Kaur
Proprietor

Membership No.FCS-8174,
CP No.9252

Peer Review No. 2233/2023

UDIN: F008174G000161415

Place: Jalandhar

Dated: April 21, 2025

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

Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the listed entity	L29130PB1993PLC013684
2.	Name of the listed entity	GNA Axles Limited
3.	Year of incorporation	1993
4.	Registered office address	GNA House, 1-C Chhoti Baradari – II Garha Road, Jalandhar - 144 001, Punjab, India
5.	Corporate address	GNA Axles Limited, VPO Mehtiana Phagwara Hoshiarpur Road, Dist. Hoshiarpur - 146 001, Punjab, India
6.	Email	gjain@gnagroup.com
7.	Telephone	01882-262273-79
8.	Website	http://www.gnagroup.com/
9.	Financial year for which reporting is being done	2024-25
10.	Name of the Stock Exchange(s) where shares are listed	1. BSE Ltd. 2. National Stock Exchange of India Limited (NSE Limited)
11.	Paid-up capital	₹ 429,308,000
12.	Name and contact details (telephone, Email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Gourav Jain, Company Secretary GNA Axles Limited, VPO Mehtiana Dist. Hoshiarpur - 146 001, Punjab, India Telephone: 01882-262273-79 Email: gain@gnagroup.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone basis
14.	Name of assurance provider	NA
15.	Type of assurance obtained	NA

II. Products/services

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

Sr. no.	Description of main activity	Description of Business activity	% of turnover of the entity
1.	Manufacturer of auto components	Manufacturer of auto components	100

17. Products/services sold by the entity (accounting for 90% of the entity's turnover)

Sr. no.	Product/service	NIC code	% of total turnover contributed
1	Axle shafts	29301	78.33
2	Spindles	28132	17.40
3	Other shafts	29301	4.27

Business Responsibility & Sustainability Report (Contd.)

III. Operations

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

Location	Number of plants	Number of offices	Total
National	2	1	3
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of states)	30
International (No. of countries)	12

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

54.58

c. A brief on types of customers

GNA Axles operates solely within the automotive components industry, manufacturing parts used in off-highway vehicles, commercial transport, and sport utility vehicles. These products are delivered to Original Equipment Manufacturers (OEMs) in both Indian and global markets. The Company's clientele consists of producers of tractors, utility vehicles, and commercial transport solutions.

IV. Employees

20. Details as at the end of financial year

a. Employees and workers (including differently abled)

Sr. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	478	458	95.82	20	4.18
2.	Other than permanent (E)	0	0	0	0	0
3.	Total employees (D + E)	478	458	95.82	20	4.18
Workers						
4.	Permanent (F)	1,039	1,039	100.00	0	0
5.	Other than permanent (G)	819	764	93.28	55	6.72
6.	Total workers (F + G)	1,858	1,803	97.04	55	2.96

b. Differently abled employees and workers

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

21. Participation/inclusion/representation of women

	Total (A)	No. and percentage of females	
		No. (B)	% (B/A)
Board of Directors	13	1	7.69%
Key Management Personnel	2	0	0%

22. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	2024-25 (Turnover rate in current FY)			2023-24 (Turnover rate in previous FY)			2022-23 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees (in %)	6	0	6	5	11	5	2	13	2
Permanent workers (in %)	9	0	9	10	-	10	5	-	5

V. Holding, subsidiary and associate companies (including joint ventures)

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

Sr. no.	Name of the holding/subsidiary/associate companies/joint ventures (A)	Indicate whether holding/subsidiary/associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	GNA Axles Inc.	Subsidiary	100.00	No
2.	GNA Mobility Limited	Subsidiary	100.00	No

VI. CSR Details

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

ii. Turnover (in ₹): 15,124,115,489

iii. Net worth (in ₹): 9,002,197,477

VII. Transparency and disclosures compliances

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

Stakeholder group from whom complaint was received	Grievance redressal mechanism in place (Yes/No) (If yes, then provide a weblink to the grievance redressal policy)	2024-25 (Current financial year)			2023-24 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Communities	No	0	0	NA	-	-	NA
Investors (other than shareholders)	Yes, a copy of the policy will be shared with stakeholders upon written request.	0	0	NA	-	-	NA

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Stakeholder group from whom complaint was received	Grievance redressal mechanism in place (Yes/No)	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	(If yes, then provide a weblink to the grievance redressal policy)	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Shareholders	Yes, a copy of the policy will be shared with stakeholders upon receiving a written request.	10	1	NA	12	1	NA
Employees and workers	Yes, a copy of the policy will be shared with stakeholders upon receiving a written request.	0	0	NA	-	-	NA
Customers	Yes, a copy of the policy will be shared with stakeholders upon receiving a written request.	0	0	NA	-	-	NA
Value chain partners	No	0	0	NA	-	-	NA
Others (please specify)		0	0	NA	-	-	NA

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

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

Sr. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (indicate positive or negative implications)
1	Greenhouse gas emissions	Risk	With increasing regulatory and stakeholder focus on carbon emissions, managing and reducing GHG emissions is crucial to align with future climate policies.	Investing in renewable energy projects such as solar power, and improved energy efficiency to cut emission intensity.	Negative – Increased costs due to investments in clean energy and compliance with regulations.
2	Customer-centricity	Opportunity	Strong customer relationships enhance loyalty, drive sales, and strengthen brand reputation.	Implementing customer feedback mechanisms, improving customer service, and enhancing product quality.	Positive – Enhanced revenue and customer retention through better satisfaction and brand loyalty.

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Sr. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (indicate positive or negative implications)
3	Resource efficiency	Opportunity	Efficient use of materials and energy leads to cost savings and improved sustainability performance.	Emphasising lean manufacturing, alongside energy and resource conservation measures.	Positive – Reduced operational costs and improved profitability from resource conservation.
4	Waste management	Risk	Waste from manufacturing poses environmental risks and compliance burdens.	Segregating and treating hazardous as well as non-hazardous waste, and engaging with certified recyclers for e-waste and plastics.	Negative – Increased costs from waste disposal, recycling, and compliance with environmental regulations.
5	Supply chain	Risk	Inadequate ESG alignment across the supply chain can lead to reputational and operational disruptions.	Assessing suppliers on ESG criteria, sourcing locally, and building capacity for compliance.	Negative – Additional costs in managing supplier compliance and potential disruptions from non-compliant suppliers.
6	Employee well-being	Opportunity	A healthy and motivated workforce enhances productivity and retention.	Conducting programmes for physical, mental, and financial health; regular medical check-ups and workplace wellness initiatives.	Positive – Lower employee turnover, higher productivity, and reduced healthcare expenses.
7	Social responsibility	Opportunity	A commitment to social responsibility enhances brand reputation and contributes positively to communities.	Engaging in community outreach programmes, supporting local causes, and promoting fair business practices.	Positive – Improved brand image, customer loyalty, and long-term sustainability.
8	Regulatory compliance	Risk	Regulatory breaches can attract fines, halt operations, and damage reputation.	Tracking compliance obligations continuously using digital tools and conducting internal reviews by management and the Board.	Negative – Potential fines, legal fees, and damage to reputation from non-compliance.

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SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Sr. no.	Disclosure questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes										
1	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes								
	b. Has the policy been approved by the Board? (Yes/No)	Yes		Yes			Yes		Yes	
	c. Weblink of the policies, if available	GNA Axles' policies are accessible within the organisation and can be provided to stakeholders upon formal written request.								
2	Whether the entity has translated the policy into procedures. (Ye/No)	Yes	Yes	Yes			Yes		Yes	
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes			Yes		Yes	
4	Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	-	-	-	-	-	ISO 14001: 2015	-	-	IATF 16949: 2016
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	- Developing a responsible and sustainable supply chain through structured supplier assessments. - Enhancing renewable energy adoption and minimising energy consumption through targeted initiatives. - Advancing towards zero liquid discharge by implementing wastewater treatment and recycling systems. - Strengthening safety standards through focussed training, risk mitigation measures, and robust emergency preparedness. - Exceeding customer expectations by addressing concerns promptly and integrating feedback into operations.								
6	Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	The Company is dedicated to fostering a sustainable supply chain by assessing suppliers against environmental and social benchmarks. In FY 2024-25, the installation of a rooftop solar plant contributed to advancing its renewable energy goals. The ongoing shift to LED lighting across facilities is aimed at lowering energy consumption. To move towards zero liquid discharge, the Company has deployed effluent treatment and wastewater recycling systems. Furthermore, it consistently strengthens workplace safety through regular safety training, risk mitigation strategies, and emergency preparedness initiatives.								

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Sr. no.	Disclosure questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Governance, leadership and oversight										
7	Statement by the director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure) GNA Axles is committed to integrating environmental, social, and governance (ESG) principles into its operations to build a responsible business that benefits all stakeholders over the long term. The Company manages risks linked to its operations and supply chain by implementing measures such as generating renewable energy for internal use, reducing emissions, evaluating suppliers on sustainability-related factors, and enhancing efficiency in waste and water use. To aid the shift towards a low-carbon future, GNA Axles continues to invest in research and development with an emphasis on automation and clean energy solutions. ESG performance is reviewed at the Board level to ensure compliance with legal requirements, and the Company maintains transparency through regular disclosures. By balancing environmental care, social accountability, and strong governance, GNA Axles aims to create lasting value for its stakeholders.									
8	Details of the highest authority responsible for implementing and overseeing the Business Responsibility policy(ies).	Mr. Ranbir Singh, CEO & Managing Director Telephone: 01882-262273 Email: ranbir@gnagroup.com								
9	Does the entity have a specified Committee of the Board/ Director responsible for decision-making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, sustainability-related decisions are overseen by the Board of Directors, who are accountable for guiding the Company's approach in this area.								

10 Details of review of NGRBCs by the Company:

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

11 Has the entity carried out an independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	No								

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

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SECTION C: PRINCIPLE-WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as 'Essential' and 'Leadership'. While the essential indicators are expected to be disclosed by every entity mandated to file this report, the leadership indicators may be voluntarily disclosed by entities that aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable.

Essential Indicators

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

Segment	Total no of training and awareness programmes held	Topics/principles covered under the training and impact	Percentage of persons in respective category covered by the awareness programme
Board of Directors	1	GNA Axles organises a wide range of training sessions throughout the year, covering topics such as the Code of Conduct, Prevention of Sexual Harassment (POSH), the Whistle-Blower Policy, and various environmental, health, and safety guidelines. As part of the onboarding process, all new hires take part in structured training modules, both technical and non-technical, starting with a focus on workplace safety and environmental awareness. These sessions achieve full participation across the Board.	100.00
Key Managerial Personnel	1		100.00
Employees other than BOD & KMPs	4		100.00
Workers	6		100.00

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

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

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

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

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

GNA Axles has introduced a Code of Conduct for its Directors, Key Managerial Personnel, and senior leadership, outlining clear expectations regarding ethical behaviour, including strict policies against bribery and corruption. This framework extends to all staff members, with violations subject to disciplinary measures. The Code promotes values such as honesty, accountability, openness, and reliability, and reflects the Company's firm stance against unethical conduct.

The document is regularly reviewed and updated as needed. In addition, GNA Axles has implemented a Whistle-Blower Policy that enables employees to raise concerns responsibly and confidentially. Together, these initiatives demonstrate the Company's strong focus on maintaining ethical standards and addressing misconduct effectively.

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPS	Nil	Nil

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

NA

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Number of days of accounts payables	76	66

9. Openness of business

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

Parameter	Metrics	2024-25 (Current financial year)	2023-24 (Previous financial year)
Concentration of purchases	a. Purchases from trading houses as % of total purchases	Nil	Nil
	b. Number of trading houses where purchases are made from	Nil	Nil
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Nil	Nil

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Parameter	Metrics	2024-25 (Current financial year)	2023-24 (Previous financial year)
Concentration of sales	a. Sales to dealers/distributors as % of total sales	Nil	Nil
	b. Number of dealers/distributors to whom sales are made	Nil	Nil
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	Nil	Nil
Shares of RPT in	a. Purchases (Purchases with related parties/total purchases)	Nil	Nil
	b. Sales (Sales to related parties/total sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties/total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties/total investments made)	Nil	Nil

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

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

	2024-25	2023-24	Details of improvements in environmental and social impacts
R&D	Nil	Nil	NA
Capex	Nil	Nil	NA

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

GNA Axles is focussed on building a supply chain that supports sustainability. The Company procures steel from suppliers that comply with globally recognised certifications like ISO 9001 and ISO 14001. Going forward, GNA Axles plans introduce a structured programme to evaluate suppliers based on environmental and social impact factors as part of its procurement process. This approach underscores the Company's commitment to ethical and environmentally conscious sourcing across its vendor base.

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

NA

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

GNA Axles does not manufacture plastic products, electronic equipment, or utilise hazardous materials in its core operations and is therefore not subject to product reclamation obligations for these categories. However, the Company has established responsible procedures to manage incidental waste in compliance with environmental regulations.

- Plastics:** Minimal plastic packaging received from suppliers is segregated and sent to authorised recyclers.
- E-waste:** Limited to obsolete office equipment, which is safely disposed of through certified e-waste handlers.
- Hazardous Waste:** Rare maintenance-related waste is managed as per regulatory norms using approved agencies.
- Other Waste:** Non-hazardous waste, such as metal scrap, is recycled through authorised vendors.

GNA Axles remains committed to sustainable waste management and environmental compliance across its operations.

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

As a manufacturer working in the automotive sector, GNA Axles operates under the framework of Extended Producer Responsibility (EPR). Its waste management strategy aligns with the EPR plan submitted to the respective Pollution Control Boards. The Company adopts practices such as minimising waste generation, reusing materials, and promoting recycling to optimise resource use. Furthermore, compliance with EPR guidelines is maintained through the use of collection points and active participation in initiatives that support environmentally sound disposal of automotive waste.

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	%(B/A)	Number (C)	%(C/A)	Number (D)	%(D/A)	Number (E)	%(E/A)	Number (F)	%(F/A)
Permanent employees											
Male	478	478	100.00	478	100.00	NA	NA	Nil	NA	Nil	NA
Female	20	20	100.00	20	100.00	20	100.00	Nil	NA	Nil	NA
Total	498	498	100.00	498	100.00	20	100.00	Nil	NA	Nil	NA
Other than permanent employees											
Male	Nil	Nil	NA	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Female	Nil	Nil	NA	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Total	Nil	Nil	NA	Nil	NA	Nil	NA	Nil	NA	Nil	NA

b. Details of measures for the well-being of workers

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	%(B/A)	Number (C)	%(C/A)	Number (D)	%(D/A)	Number (E)	%(E/A)	Number (F)	%(F/A)
Permanent workers											
Male	1,039	1,039	100.00	1,039	100.00	Nil	NA	Nil	NA	Nil	NA
Female	Nil	Nil	NA	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Total	Nil	Nil	NA	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Other than permanent workers											
Male	764	764	100.00	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Female	55	55	100.00	Nil	NA	Nil	NA	Nil	NA	Nil	NA
Total	819	819	100.00	Nil	NA	Nil	NA	Nil	NA	Nil	NA

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

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Cost incurred on well-being measures as a % of total revenue of the company	0.16	0.15

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

Benefits	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/NA)
PF	96.99	98.46	Yes	95.24	98.83	Yes
Gratuity	100.00	100.00	Yes	100.00	100.00	Yes
ESI	41.97	100.00	Yes	54.64	89.96	Yes
Others – please specify	NA	NA	NA	NA	NA	NA

3. Accessibility of workplaces

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

Yes. The Company's office facilities include accessibility features such as lifts, ramps, wheelchairs, and restrooms designed for employees with disabilities. However, such features are not yet present at manufacturing sites, where the nature of tasks presents certain limitations for integrating individuals with special needs into production roles. Despite this, the Company continuously evaluates practical solutions to improve accessibility, aligning its efforts with the Rights of Persons with Disabilities Act, 2016.

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

GNA Axles is committed to ethical hiring standards and promotes inclusivity and equal access to opportunities. The Company provides a level playing field for all candidates and staff members, in line with the provisions of the Rights of Persons with Disabilities Act, 2016. Individuals with disabilities are given the same treatment and consideration as their peers, in alignment with the Company's equal opportunity principles.

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

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

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

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers Other than permanent workers	The Company has an organised system for addressing employee concerns, allowing individuals to report issues either orally or in writing to their immediate supervisor. If the matter remains unresolved, it is gradually forwarded to the Section Head, and if needed, further directed to the Head of Human Resources for appropriate handling.
Permanent employees Other than permanent employees	Employees can voice concerns via email, written notes, or direct conversations with their Department Head. If the issue remains unresolved, it is taken up by the Human Resources team and, if necessary, brought to the attention of senior leadership, including the Executive or Managing Director, for a final decision.

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

	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Total employees/workers in the respective category (A)	No. of employees/workers in the respective category who are part of association(s) or union (B)	% (B/A)	Total employees/workers in the respective category (C)	No. of employees/workers in the respective category who are part of association(s) or union (D)	% (D/C)
Total permanent employees	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA
Total permanent workers	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA

8. Details of training given to employees and workers:

Category	FY 2024-25 (Current financial year)					FY 2023-24 (Previous financial year)				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No.(B)	% B/A	No.(C)	% C/A		No.(E)	% E/D	No.(F)	% F/D
Employees										
Male	478	300	62.76	300	62.76	454	289	63.66	289	63.66
Female	20	20	100.00	20	100.00	9	3	33.33	3	33.33
Total	498	320	64.26	320	64.26	463	292	63.07	292	63.07
Workers										
Male	1,039	600	57.75	600	57.75	1,709	880	51.49	880	51.49
Female	Nil	Nil	NA	Nil	NA	20	20	100.00	20	100.00
Total	1,039	600	57.75	600	57.75	1,729	900	52.05	900	52.05

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

Category	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	478	451	94.35	454	449	98.90
Female	20	16	80.00	9	9	100.00
Total	498	467	93.78	463	458	98.92
Workers						
Male	1,039	1,006	96.82	1,024	998	97.46
Female	0	0	0	2	2	100.00
Total	1,039	1,006	96.82	1,026	1,000	97.47

10. Health and safety management system:

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

Yes, GNA Axles has established a comprehensive system to ensure health and safety standards across all its locations. These measures include:

- Company-sponsored medical insurance as part of broader health and wellness initiatives.

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- Protective gear, including gloves and safety equipment, is provided to staff to maintain a secure working environment.
- Premises are equipped with essential safety features such as fire alarms, extinguishers, and well-marked exit routes.
- The workplace is designed with ergonomic furniture, as well as accessible stairways and lifts, to enhance safety and comfort for employees.

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

GNA Axles employs a variety of methods to identify potential hazards and assess risks in both regular and occasional tasks. These include the following:

- Routine safety inspections, scheduled evaluations, and regular reviews.
- Preventive maintenance to avoid equipment breakdowns and risk assessments conducted before tasks commence.

Together, these strategies ensure comprehensive identification of risks, enabling prompt actions and the application of appropriate safety measures.

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

GNA Axles has implemented a system that enables employees to report and suggest improvements concerning workplace hazards, through the following initiatives:

- The Safety Steward Programme trains employees to document, assess, and communicate safety-related observations.
- Employees actively participate in Safety Committee meetings, where they discuss identifying and managing risks encountered during work.

These initiatives foster a culture of employee involvement in enhancing workplace safety.

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

Yes, employees are offered a wide range of health-related support that extends beyond job-specific requirements. These include:

- On-site clinics, operated by trained first-aid staff, address minor health concerns.
- ESI hospitals and other healthcare facilities that provide more complex medical treatments, with expenses covered by insurance.

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

Safety incident/number	Category	2024-25	2023-24
		(Current financial year)	(Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one million person-hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	Nil
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High-consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

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

GNA Axles takes a comprehensive approach to safeguard its employees, encompassing training, risk management, ergonomic workplace design, health programmes, emergency preparedness, and the promotion of a robust safety culture. Each incident is thoroughly investigated to identify root causes, with corrective measures put in place to prevent recurrence. Additionally, proactive measures are taken to manage risks before they result in harm.

Key practices include:

- Regular management reviews of safety systems and performance data.
- Routine site inspections, team discussions, and internal audits for hazard identification.
- Structured risk assessments to manage operational risks.
- Detailed orientation and safety training for all employees.
- Simulated emergency drills to improve response efficiency.
- Frequent medical check-ups and health initiatives for staff.
- Periodic audits of machinery, pressure vessels, and electrical systems to ensure compliance.
- Effective implementation of interlocks and safety barriers on machinery to minimise risk exposure.
- Clear safety accountability, supported by well-defined response protocols.

This layered framework promotes ongoing improvement through leadership engagement, active employee involvement, preventive actions, and thorough emergency planning.

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

	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working conditions	Nil	Nil	NA	Nil	Nil	NA
Health & safety	Nil	Nil	NA	Nil	Nil	NA

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100.00
Working conditions	100.00

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

The Company has well-defined safety measures and procedures designed to actively reduce risks and maintain a secure working environment.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all their stakeholders.

Essential Indicators

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

GNA Axles identifies its primary stakeholders through consultations involving department heads, senior management, and directors, drawing on its long-standing industry experience. In this process, the Company recognises key stakeholder groups, including promoters, employees, clients, business partners, investors, financial institutions, vendors, regulatory bodies, nearby communities, and CSR partners. Furthermore, the Company emphasises understanding stakeholder perspectives and values their role in its overall progress.

Business Responsibility & Sustainability Report (Contd.)

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

Stakeholder group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (annually/half yearly/quarterly/others – please specify)	Purpose and scope of engagement, including key topics and concerns raised during such engagement
Employees	No	- Emails 1:1 meeting, plant meetings, townhalls - Performance reviews - Employee engagement	Ongoing basis	- Sharing regular updates on business operations and long-term direction - Providing avenues for skill development and continuous learning - Encouraging an inclusive workplace that values diverse backgrounds - Increasing safety awareness through consistent safe work procedures - Strengthening involvement and connection among employees
Customers	No	- Meetings - Project-related discussions, project management reviews - Mailers, newsletters, brochures - Surveys	Need-based	- Gaining insight into operational difficulties faced by the business - Exploring ways to enhance the Company's products and services
Investors	No	- Press releases and media interactions - Emails, SMS, newspaper publications - AGM, general meetings, meeting notices - Stock exchange fillings - Updates on the Company's website	Ongoing basis	- Presenting financial performance in a clear and transparent manner - Providing operational updates and addressing questions from investors and market analysts - Understanding the priorities and expectations of shareholders
Suppliers	No	- Individual meetings, conferences - Emails, telephone/conference calls - Supplier visits	Ongoing and need-based	- Maintaining consistency in values, strategic direction, and day-to-day priorities - Addressing and managing operational challenges effectively

Business Responsibility & Sustainability Report (Contd.)

Stakeholder group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (annually/half yearly/quarterly/others – please specify)	Purpose and scope of engagement, including key topics and concerns raised during such engagement
Regulators	No	- Project review meetings - Surveys - Field visits - Press releases and media interactions	Need-based	- Identifying key focus areas for long-term sustainable growth - Sharing updates on the Company's progress and strategic direction - Exchanging ideas and offering expertise on policy matters and industry-related issues
Local communities	Yes	Field visits and meetings	Ongoing basis	- Supporting the implementation of CSR initiatives - Addressing concerns and resolving grievances - Recognising community needs to guide welfare and development efforts

PRINCIPLE 5: Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators

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

Category	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Total (A)	No. of employees/workers covered (B)	% (B / A)	Total (C)	No. of employees/workers covered (D)	% (D/C)
Employees						
Permanent	498	100	20.08	463	40	8.64
Other than permanent	Nil	Nil	NA	Nil	Nil	NA
Total employees	498	100	20.08	463	40	8.64
Workers						
Permanent	1,039	300	28.87	1,026	180	17.54
Other than permanent	819	Nil	NA	703	Nil	NA
Total workers	1,858	300	16.15	1,729	180	10.41

Business Responsibility & Sustainability Report (Contd.)

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

Category	2024-25 (Current financial year)					2023-24 (Previous financial year)				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	498	0	0	498	100.00	463	0	0.00	463	100.00
Male	478	0	0	478	100.00	454	0	0.00	454	100.00
Female	20	0	0	20	100.00	9	0	0.00	9	100.00
Other than permanent	Nil	Nil	NA	Nil	NA	Nil	Nil	NA	Nil	NA
Male	Nil	Nil	NA	Nil	NA	Nil	Nil	NA	Nil	NA
Female	Nil	Nil	NA	Nil	NA	Nil	Nil	NA	Nil	NA
Workers										
Permanent	1,039	Nil	NA	1,039	100.00	1,026	Nil	NA	1,026	100.00
Male	1,039	Nil	NA	1,039	100.00	1,024	Nil	NA	1,024	100.00
Female	Nil	Nil	NA	Nil	Nil	2	Nil	NA	2	100.00
Other than permanent	819	819	100.00	Nil	Nil	NA	703	100.00	Nil	NA
Male	764	764	100.00	Nil	NA	685	685	100.00	Nil	NA
Female	55	55	100.00	Nil	NA	18	18	100.00	Nil	NA

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of the respective category (in ₹ Lacs per annum)	Number	Median remuneration/ salary/ wages of the respective category (in ₹ Lacs per annum)
Board of Directors (BoD)	6	101.43	0	0
Key Managerial Personnel	2	17.17	0	0
Employees other than BoD and KMP	470	3.07	20	1.71
Workers	1,037	1.47	0	0
Contractual workers	764	1.41	55	1.41

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Gross wages paid to females as % of total wages	0.93%	1.10%

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

Yes. A designated team in the HR & Personnel Department handles grievance investigations, evaluates each case based on its specifics, and takes appropriate action. This team also manages human rights matters within the organisation.

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

Employees are encouraged to report any job-related concerns or rights-related matters to the Head of HR & Personnel. The designated official will review the issue, take necessary corrective steps, and provide updates to the concerned employee. This approach helps ensure all grievances are managed in a timely and equitable manner.

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

	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual harassment	Nil	Nil	NA	Nil	Nil	NA
Discrimination at workplace	Nil	Nil	NA	Nil	Nil	NA
Child labour	Nil	Nil	NA	Nil	Nil	NA
Forced labour/involuntary labour	Nil	Nil	NA	Nil	Nil	NA
Wages	Nil	Nil	NA	Nil	Nil	NA
Other human rights-related issues	Nil	Nil	NA	Nil	Nil	NA

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Total complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/workers	NA	NA
Complaints on POSH upheld	NA	NA

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

GNA Axles places strong emphasis on maintaining a safe, and respectful workplace for all its employees. To further this commitment, the Company upholds a strict anti-harassment policy, in line with The Companies Act, 2013, aimed at preventing and addressing sexual harassment. Moreover, an Internal Complaints Committee oversees complaints, ensuring discretion and protection for individuals who raise concerns, safeguarding them from any retaliation.

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

Yes, GNA Axles gives high priority to human rights, incorporating them into its contractual commitments and business arrangements.

10. Assessments for the year:

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Child labour	100.00
Forced/involuntary labour	100.00
Sexual harassment	100.00
Discrimination at workplace	100.00
Wages	100.00
Others – please specify	100.00

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

NA

Business Responsibility & Sustainability Report (Contd.)

Principle 6: Businesses should respect and make efforts to protect and restore the environment.

Essential Indicators

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

Parameter	2024-25 (Current financial year)	2023-24 (Previous financial year)
From renewable sources		
Total electricity consumption (A)	6,224.64	0
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A + B + C)	6,224.64	0
From non-renewable sources		
Total electricity consumption (D)	445,648.68	431,093.74
Total fuel consumption (E)	7,625.39	8,655.51
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D + E + F)	453,274.067	439,749.26
Total energy consumed (A + B + C + D + E + F)	459,498.71	439,749.26
Energy intensity per rupee of turnover (total energy consumption/ revenue from operations in ₹ Lacs)	2.98	2.92
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (total energy consumed/revenue from operations adjusted for PPP in USD)	61.65	59.64
Energy intensity in terms of physical output (total energy consumed/FTE)	961.29	949.78
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

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

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

The PAT scheme of the Government of India is not applicable to GNA Axles.

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

Parameter	2024-25 (Current financial year)	2023-24 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	68,213	84,090
(iii) Third-party water	-	-
(iv) Seawater/desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	68,213	84,090
Total volume of water consumption (in kilolitres)	68,213	84,090
Water intensity per rupee of turnover (water consumed/revenue from operations in ₹ Lacs)	0.44	0.56
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (total water consumption/ revenue from operations adjusted for PPP in USD)	9.15	11.41

Business Responsibility & Sustainability Report (Contd.)

Parameter	2024-25 (Current financial year)	2023-24 (Previous financial year)
Water intensity in terms of physical output (total water consumption/FTE)	142.71	181.62
Water intensity (optional) – the entity may select the relevant metric	NA	NA

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

4. Provide the following details related to water discharged:

Parameter	2024-25 (Current financial Year)	2023-24 (Previous financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To surface water	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(ii) To groundwater	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iii) To seawater	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iv) Sent to third-parties	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	52,655	45,705
Total water discharged (in kilolitres)	52,655	45,705

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

Yes, GNA Axles has implemented a zero liquid discharge system by installing effluent and sewage treatment facilities. These systems treat all industrial wastewater, which is then reused for irrigating green spaces within the premises. By recycling treated water, the Company eliminates liquid waste discharge, helping to preserve water and minimise environmental impact.

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

Parameter	Please specify unit	2024-25 (Current financial year)	2023-24 (Previous financial year)
NOx	NA	31.20	24.2
SOx	mg/Nm ³	21.15	19.6
Particulate matter (PM)	µg/m ³	90.10	110
Persistent organic pollutants (POP)	NA	-	-
Volatile organic compounds (VOC)	NA	-	-
Hazardous air pollutants (HAP)	NA	-	-
Others – please specify	NA	-	-

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

Business Responsibility & Sustainability Report (Contd.)

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

Parameter	Unit	2024-25 (Current financial Year)	2023-24 (Previous financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	548.77	623.89
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	89,996.28	87,056.99
Total Scope 1 and Scope 2 emissions per rupee of turnover	tCO ₂ e/₹ in Lacs of turnover	0.59	0.58
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	tCO ₂ e/₹ in Lacs of turnover adjusted to PPP in USD	12.15	11.89
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO ₂ e/FTE	189.42	189.38
Total Scope 1 and Scope 2 emission intensity (optional) – the entity may select the relevant metric	NA	NA	NA

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

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

GNA Axles continues to advance its sustainability agenda through a series of impactful environmental initiatives. Reflecting this commitment to sustainability, the Company:

- **Commissioned a 1.40 MW solar power plant in 2024-25** to strengthen its reliance on renewable energy sources.
- **Approved a ₹ 400 Cr capital expenditure plan** over the next 3-4 years, with a portion dedicated to setting up a solar power park for captive energy generation.
- **Started replacing CFL bulbs with energy-efficient LED lighting** across its facilities, aimed at reducing electricity consumption.
- **Transitioned from furnace oil to electricity for heating in manufacturing processes**, leading to a measurable reduction in emissions.
- **Deployed a process of repurposing treated wastewater from its effluent treatment plant** for irrigation, significantly decreasing dependence on freshwater.

These efforts reflect GNA Axles' ongoing commitment to sustainable operations, aligned with evolving environmental standards and stakeholder expectations.

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

Parameter	2024-25 (Current financial year)	2023-24 (Previous financial year)
Total waste generated (in metric tonnes)		
Plastic waste (A)	509 Drums	530 Drums
E-waste (B)	0	0
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other hazardous waste. Please specify, if any. (G)	0	0

Business Responsibility & Sustainability Report (Contd.)

Parameter	2024-25 (Current financial year)	2023-24 (Previous financial year)
Crude oil	5.50	6.04
Waste or residues containing oil	28.70	28.91
Chemical sludge from waste water treatment	2.60	2.18
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	0	0
Total (A + B + C + D + E + F + G + H)	36.80	37.13
Waste intensity per rupee of turnover (total waste generated/revenue from operations in ₹ Lacs)	0.0002	0.0002
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (total waste generated/revenue from operations adjusted for PPP in USD)	0.0049	0.0050
Waste intensity in terms of physical output (total waste generated/FTE)	0.0770	0.0802
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0	0
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	0	0

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

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

GNA Axles follows well-defined procedures for managing waste responsibly. In line with this commitment, the Company ensures:

- Plastic and packaging waste is collected and recycled through certified agencies.
- Electronic items are carefully dismantled and handed over to authorised recyclers.
- Hazardous materials are safely stored, transported, and processed at government-approved facilities in line with legal requirements.
- Other waste is segregated. Recyclables like paper, wood, and metal are sent to licensed vendors, while non-recyclables are disposed of at designated landfill sites.
- Any additional hazardous materials are handled strictly in accordance with regulatory norms.

Business Responsibility & Sustainability Report (Contd.)

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

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

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

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

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

Sr. no.	Specify the law/regulation/guidelines which were not complied with	Provide details of the non-compliance	Any fines/penalties /action taken by regulatory agencies such as Pollution Control Boards or by courts	Corrective actions taken, if any
Yes, GNA Axles adheres to all relevant environmental rules, standards, and legal requirements applicable within India.				

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Essential Indicators

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

Six

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

Sr. no.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Confederation of Indian Industries (CII), New Delhi	National
2	The Associated Chambers Of Commerce and Industry of India (ASSOCHAM)	National
3	Association of Indian Forging Industry (AIFI)	National
4	Automotive Components Manufacturers Association of India (ACMA, New Delhi)	National
5	The Council of EU Chambers of Commerce in India	National
6	Swiss-Indian Chamber of Commerce	National

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

Name of authority	Brief of the case	Corrective action taken
NA	NA	NA

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development.

Essential Indicators

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

Name and brief details of the project	SIA notification no.	Date of notification	Whether conducted by an independent external agency (Yes/No)	Results communicated in the public domain (Yes/No)	Relevant weblink
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The Company undertakes its CSR initiatives in accordance with its established policy. However, it has not conducted any social impact assessments, as these are not mandated under the current regulations.

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

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

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

GNA Axles values transparent communication with local communities, offering various channels for feedback, including written correspondence, emails, and regular engagement meetings. All submissions are carefully reviewed by the team, and appropriate steps are taken promptly and respectfully to resolve the matters raised.

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

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Directly sourced from MSMEs/small producers	0	0
Directly from within India	100.00	100.00

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

Location	2024-25 (Current financial year)	2023-24 (Previous financial year)
Rural	100.00	100
Semi-urban	0	0
Urban	0	0
Metropolitan	0	0

(Place to be categorised as per RBI Classification System – rural/semi urban/urban/metropolitan)

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner.

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customer satisfaction is a key component of GNA Axles' operational strategy. The Company offers multiple avenues, including written letters, emails, and regular community meetings, for receiving feedback and complaints, ensuring each concern is promptly reviewed, addressed, and followed up. In addition, the Company analyses feedback patterns to identify improvement opportunities, which are then shared with the product teams to support ongoing enhancements and deliver a better customer experience.

Business Responsibility & Sustainability Report (Contd.)

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

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

3. Number of consumer complaints in respect of the following

	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
Data privacy	Nil	NA	NA	Nil	NA	NA
Advertising	Nil	NA	NA	Nil	NA	NA
Cybersecurity	Nil	NA	NA	Nil	NA	NA
Delivery of essential services	Nil	NA	NA	Nil	NA	NA
Restrictive trade practices	Nil	NA	NA	Nil	NA	NA
Unfair trade practices	Nil	NA	NA	Nil	NA	NA
Others	Nil	NA	NA	Nil	NA	NA

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

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

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

GNA Axles does not have a formal policy in place but adheres to the requirements of cybersecurity and data privacy regulations.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on the safety of products/services.

NA

7. Provide the following information relating to data breaches:

- Number of instances of data breaches – Nil
- Percentage of data breaches involving personally identifiable information of customers – Nil
- Impact, if any, of the data breaches – NA

Independent Auditor's Report

To the Members of

GNA AXLES LIMITED

Report on the Audit of the Standalone Financial Statements.

OPINION

We have audited the accompanying Standalone financial statements of **GNA AXLES LIMITED ("the Company")**, which comprise the Balance Sheet as at, March 31, 2025, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as March 31, 2025, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial

statements as a whole, and in forming our opinion thereon. And we do not provide a separate opinion on these matters.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

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

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

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

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

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind. AS financial statements that give a true and fair view of the financial position, financial performance in accordance with the accounting principles generally accepted in India, including the Accounting Standards Ind. AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian accounting standard) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind. As financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Independent Auditor's Report (Contd.)

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

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

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

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguard. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Independent Auditor's Report (Contd.)

2. As required by section 143 (3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, Statement of Profit and loss (including other comprehensive income), the statement of change in equity, the statement of cash flow and notes to the standalone financial statements dealt with by this report are in agreement with the books of account.
- d. In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rule 2014 as amended.
- e. As per the management representation we report.

no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries") with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations given under sub-clause (i) and (ii) by the management contains any material mis-statement.

- f. In our opinion Company has complied with section 123 of the Companies Act, 2013 with respect to dividend declared/paid during the year.
- g. Based on our examination, which included test checks, performed by us on the company, has used accounting soft wares for maintaining its books of account for the financial year ended

March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the soft wares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

- h. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- i. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- j. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by company to it's directors during the year is in accordance with the provisions of Section 197 of the Act.
- k. With respect to the other matters to be included in the auditor's Report in accordance with rule II of the Companies (Audit and auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind. AS financial Statements- Refer notes to financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

Place: Jalandhar

M. No. 080075

Dated: April 21, 2025

UDIN: 25080075BMGYMP2384

Annexure "A"

to the Independent Auditor's Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Ind. AS financial statements of the Company for the year ended March 31, 2025.

1) PROPERTY, PLANT & EQUIPMENT:

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

2) INVENTORY

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

3) LOANS, GUARANTEE AND ADVANCES GIVEN

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

4) LOANS, GUARANTEE AND ADVANCES TO DIRECTOR OF COMPANY

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

5) DEPOSITS

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

6) MAINTENANCE OF COST RECORDS

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

7) DEPOSIT OF STATUTORY LIABILITIES

- a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, Customs Duty, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us, there are no material dues of customs duty and Income Tax, which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of sales tax, Goods & service tax and value added tax, income tax have not been deposited by the Company on account of disputes;

Annexure A (Contd.)

Nature of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Punjab Sales Tax Act	Demand P-VAT	546,7036	2009-2010	VAT Tribunal
Punjab Sales Tax Act	Demand P-VAT	2,225,430	2008-2009	VAT Tribunal
Punjab Sales Tax Act	Demand P-VAT (Crane)	180,000	2004-2005	DETC Appeals
Goods & Service Tax Liability	RCM	8,756,800	2019-2020	Before commissioner Appeals
Service Tax	RCM	1,148,852	2005 to 2007	Before Commissioner Appeals
Punjab Sales Tax Act	-	1,786,780	2011-12	DETC Appeals

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

8) SURRENDERED OR DISCLOSED AS INCOME IN THE TAX ASSESSMENTS

The company does not have any transactions to be recorded in the books of accounts that has been surrendered or disclosed as income during the year in the Tax Assessments under The Income Tax Act, 1961.

9) DEFAULT IN REPAYMENT OF BORROWING

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

10) FUNDS RAISED AND UTILISATION

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer (including Debt instruments). During the year the Company has taken Term Loans from Banks and utilised the amount of Term Loans for the purpose for which they were raised.

The company has not made any preferential allotment or private placement or shares or fully or partly convertible debentures during the year under review.

11) FRAUD & WHISTLE-BLOWER COMPLAINTS

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

12) NIDHI COMPANY

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

13) RELATED PARTY TRANSACTIONS

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

14) INTERNAL AUDIT

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

15) NON-CASH TRANSACTIONS

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

16) REGISTRATION UNDER RBI ACT

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

17) CASH LOSSES

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

Annexure A (Contd.)

18) RESIGNATION OF STATUTORY AUDITORS

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

19) MATERIAL UNCERTAINTY ON MEETING LIABILITIES

On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

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

The CSR Budget for the year 2024-25 of the company was ₹ 27,340,158/- (after adjusting excess spent of previous year). The company has spent ₹ 27,706,247/- on CSR activities during the Financial Year 2024-25 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on 31.03.2025

21) REMARKS OF SUBSIDIARY COMPANY

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

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

Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

Place: Jalandhar

M. No. 080075

Dated: April 21, 2025

UDIN: 25080075BMGYMP2384

“Annexure B”

to the Independent Auditor’s Report

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

We have audited the internal financial controls over financial reporting of **GNA Axles Limited** (“the Company” as of March 31, 2025 in conjunction with our audit of the standalone Ind. AS financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS’ RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the

Annexure B (Contd.)

internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the Internal Control over financial reporting criteria established by the company considering the essential

components of the Internal Control stated in the Guidance Note on audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

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

Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

Place: Jalandhar

M. No. 080075

Dated: April 21, 2025

UDIN: 25080075BMGYMP2384

Balance Sheet

As at March 31, 2025

		₹ in Lacs	
Particulars	Note No.	March 31, 2025	March 31, 2024
NON-CURRENT ASSETS			
a) Property, Plant & Equipment	1	40,563.52	34,436.76
b) Right of use assets		0.00	0.00
c) Capital Work in Progress	1	15.03	817.36
d) Goodwill		0.00	0.00
e) Other Intangible Assets		0.00	0.00
f) Intangible Assets under Development		0.00	0.00
g) Financial Assets			
(i) Investments	2	5.66	0.66
(ii) Loans		0.00	0.00
(iii) Other Financial Assets	3	1,317.97	988.31
h) Deferred Tax Assets		344.31	308.92
i) Other Non-Current Assets	4	3,325.71	1,224.21
		45,572.20	37,776.22
CURRENT ASSETS			
a) Inventories	5	19,364.23	19,760.16
b) Financial Asset			
Investments		0.00	0.00
Trade Receivables		63,833.98	57,127.19
Cash & Cash Equivalents	6	746.33	24.94
Bank Balance Other than Cash and Cash Equivalents	7	2,469.93	3,233.93
Loans		0.00	0.00
Other Financial Assets		0.00	0.00
c) Other Current Assets	8	4,525.71	3,594.63
d) Current Tax Assets (net)			334.60
		90,940.18	84,075.45
Total Assets		136,512.38	121,851.67
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	9	4,293.08	4,293.08
b) Other Equity	10	85,728.90	75,885.93
Total Equity		90,021.98	80,179.01
LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	11	10,060.21	2,911.95
(iii) Other Financial Liabilities		0.00	0.00
b) Provisions		0.00	0.00
c) Deferred Tax Liabilities (net)		0.00	0.00
d) Other Non-Current Liabilities		0.00	0.00
Total Non-Current Liabilities		10,060.21	2,911.95
CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	11	14,320.71	16,005.14
(iii) Trade Payable			
Total Outstanding Dues of Micro & Small Enterprises		331.32	893.56
Total Outstanding Dues of Creditors other than Micro & Small Enterprises		18,031.74	17,230.16
Other Current Financial Liabilities	12	1,503.19	2,429.95
b) Other Current Liabilities	13	455.31	439.35
c) Current Provisions	14	1,654.79	1,762.55
d) Current Tax Liabilities (Net)		133.13	0.00
		36,430.19	38,760.71
Total Liabilities		46,490.40	41,672.66
Total Equity & Liabilities		136,512.38	121,851.67

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

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

Chartered Accountants (FRN - 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 25080075BMGYMP2384

Place: Jalandhar

Dated: April 21, 2025

Ranbir Singh

Mg. Director & CEO

Rakesh Kumar

Chief Financial Officer

Kulwin Seehra

Executive Director

Gourav Jain

Company Secretary

Statement of Profit & Loss

For the year ended March 31, 2025

₹ in Lacs

Particulars	Notes No.	March 31, 2025	March 31, 2024
REVENUE FROM OPERATIONS			
Income from Operations	15	151,241.15	149,053.88
Other Operating income	16	2,732.92	1,572.30
Other Income		153,974.07	150,626.18
	17	261.05	240.39
		154,235.12	150,866.57
EXPENDITURE			
Cost of Material consumed	18	101,747.79	101,121.06
Purchases of Stock-in-Trade			
Changes in Inventories of Finished Goods,	19	(904.40)	(1,240.55)
Work-in-Process and Stock-in-Trade			
Employee Benefits Expense	20	7,642.23	7,089.73
Financial Costs	21	1,185.55	1,154.34
Depreciation, Impairment and Amortisation Expenses	22	5,710.03	5,333.71
Other Expenses	23	24,427.10	23,923.92
		139,808.30	137,382.21
Profit Before Exceptional items and Tax		14,426.82	13,484.36
Exceptional items		0.00	0.00
Profit from continuing operations before Tax		14,426.82	13,484.36
Tax Expense (Current & Deferred Tax)		3,714.61	3,482.27
Profit for the year (A)		10,712.21	10,002.09
Other Comprehensive Income/Loss		0.00	0.00
(Items that will not be reclassified to Statement of Profit and Loss)			
Other Comprehensive Income/(Loss) for the year (B)		0.00	0.00
Total Comprehensive Income for the year (A + B)		10,712.21	10,002.09
Earnings Per Equity Share of face value of ₹ 10/- each			
Basic		24.95	23.30
Diluted		24.95	23.30

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

As per our Report of even date annexed

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

(GURCHARAN SINGH)
Partner
M. No. 080075
UDIN: 25080075BMGYMP2384
Place: Jalandhar
Dated: April 21, 2025

Ranbir Singh
Mg. Director & CEO

Rakesh Kumar
Chief Financial Officer

Kulwin Seehra
Executive Director

Gourav Jain
Company Secretary

Standalone Cash Flow Statement

As at March 31, 2025

₹ in Lacs

Particulars	For the Year Ending March 31, 2025	For the Year Ending March 31, 2024
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax & Extra ordinary Items	14,426.82	13,484.36
Adjustments for:		
Depreciation	5,710.03	5,333.71
Interest income	(209.50)	(240.39)
Interest paid	1,056.27	1,021.89
profit/Loss on sale of assets	(51.55)	1.24
Operating profit before working capital changes	20,932.07	19,600.81
Adjustments for:		
Decrease/Increase in Inventories	395.93	(935.28)
Increase in Trade Rec./Other Current/Non-Current Assets	(8,640.78)	(329.20)
Increase/Decrease in Trade Payable/Other Current Liabilities	280.66	(4,924.82)
Income tax of earlier year	(10.62)	(10.02)
Income Tax Paid	(3,750.00)	(3,560.00)
Net cash from operating activities	9,207.26	9,841.49
B CASH FLOW FROM INVESTING ACTIVITIES		
Increase/Decrease in Other Financial Assets	(334.66)	50.08
Increase in Fixed assets/Capital Work in Progress	(11,091.07)	(8,867.66)
Sale of Fixed Assets	108.17	16.88
Interest received	209.50	240.39
Net cash used in Investing activities	(11,108.06)	(8,560.31)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowings	8,291.22	2,369.03
Repayment of long term borrowings	(2,069.72)	(1,760.59)
Dividend Paid	(858.61)	(1,287.92)
Decrease/Increase in cash credits & Packing credits	(1,684.43)	412.75
Interest Paid	(1,056.27)	(1,021.89)
Net cash flow from financing activities	2,622.19	(1,288.62)
Net increase/(decrease) in cash & cash equivalents (A+B+C)	721.39	(7.44)
Cash & Cash equivalents at the beginning of the year (see Note 2)	24.94	32.38
Cash & Cash equivalents at the end of the year (see Note 2)	746.33	24.94
	721.39	(7.44)

1 Notes:

The Cash flow is based on and derived from the accounts of company for the year ended March 31, 2025 and March 31, 2024

Standalone Cash Flow Statement As at March 31, 2025 (Contd.)

₹ in Lacs

Particulars	For the Year Ending March 31, 2025	For the Year Ending March 31, 2024
2 Cash & cash equivalents comprise of:		
Cash in hand	21.17	22.11
With scheduled banks:		
In current accounts	725.16	2.83
Cash & Cash Equivalent at the end of the year	746.33	24.94

Certified correct as per our separate report annexed

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

(GURCHARAN SINGH)
Partner
M. No. 080075
UDIN: 25080075BMGYMP2384
Place: Jalandhar
Dated: April 21, 2025

Ranbir Singh
Mg. Director & CEO

Rakesh Kumar
Chief Financial Officer

Kulwin Seehra
Executive Director

Gourav Jain
Company Secretary

Notes

Forming part of standalone financial statements for the year ended March 31,2025.

I. CORPORATE INFORMATION

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

II. SIGNIFICANT ACCOUNTING POLICIES

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

II.1 Basis of Preparation

(i) Compliance with Ind AS

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

(ii) Historical cost convention

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

(iii) Classification of asset and liabilities

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

II.2 Summary of significant Accounting Policies

a) Property, plant and Equipment

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

trade discounts and rebates are deducted in arriving at the cost of acquisition.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measure reliably. All other repairs and maintenance are charged to statements of profit or loss during the reporting period in which they are incurred.

b) Depreciation on tangible fixed assets

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

c) Revenue Recognition

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

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

d) Inventories

Inventories are valued as follows

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

e) Insurance and other claims

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

f) Tax Expenses

Current income tax is measured at the amount expected to be paid to the income

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

tax authorities in accordance with the income-tax Act, 1961 enacted in India. Deferred Income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The company offsets current tax assets and current tax liabilities where it has a legally enforceable right to set-off the recognised amounts and where it intends either to settle on a net basis or to realise the assets and settle the liability simultaneously.

g) Earning per Share

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

h) Impairment of assets

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

i) Borrowing Costs

Borrowing cost that is attributable to acquisition or construction of a qualifying asset is capitalised as part of cost of such assets. Qualifying assets is one that

necessarily takes substantial period of time to get ready for its intended use. All other borrowing cost is recognised as expenses in the period in which they are incurred.

j) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flow, cash & cash equivalents includes cash in hand, cash at bank and demand deposits with banks with an original maturity of three months or less which are subject to an in significant risk of change in value.

k) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can reliably estimated. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

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

l) Cash flow statement

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

m) Foreign Currency Transactions

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

Transactions and Balances.

The foreign current transactions are recorded, on initial recognition in the functional currency, by applying foreign

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

current amount the spot exchange rate between the functional currency and the foreign current at the date of transaction.

The foreign current monetary items are translated using closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise.

n) Retirement & Other Benefits

- i.) Gratuity:** The Company has a defined benefit gratuity plan. Every employee who has completed 5 years or more of service is entitled to gratuity on terms

not less favorable than the Provisions of "The Payment of Gratuity Act 1972." The company contributes periodically with LIC of India.

- ii) Provident Fund:** Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.
- iii) Superannuation Fund:** Certain employees are also participants in the superannuation plan which is a defined contribution plan. The company has no further obligations to the plan beyond its monthly contribution which are periodically contributed to corpus which is invested with the Life Insurance Corp. of India.

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

1 PROPERTY PLANT & EQUIPMENT

Particulars	Freehold Land	Factory Building	Plant & Machinery	Computers	Office Equipments	Furniture & Fixtures	Vehicle	Total
₹ in Lacs								
(A) Gross Block								
Balance as at April 1, 2024	1,713.45	11,886.34	63,067.44	877.66	916.84	814.93	1,810.05	81,086.71
Addition during the year	1,229.40	1,579.61	8,555.56	119.41	74.15	50.25	285.02	11,893.40
Discarded/Disposed off during the year	26.50	0.00	0.00	0.00	0.00	0.00	189.98	216.48
Balance as at March 31, 2025	2,916.35	13,465.95	71,623.00	997.07	990.99	865.18	1,905.09	92,763.63
(B) Accumulated Depreciation								
Balance as at April 1, 2024	0.00	4,944.91	38,523.80	791.64	598.81	558.08	1,232.71	46,649.95
Depreciation for the year	0.00	659.44	4,640.53	85.56	61.37	70.68	192.45	5,710.03
Accumulated depreciation on discarded/disposal	0.00	0.00	0.00	0.00	0.00	0.00	159.87	159.87
Balance as at March 31, 2025	0.00	5,604.35	43,164.33	877.20	660.18	628.76	1,265.29	52,200.11
(C) Net carrying Amount								
Balance as at April 1, 2024	1,713.45	6,941.43	24,543.64	86.02	318.03	256.85	577.34	34,436.76
Balance as at March 31, 2025	2,916.35	7,861.60	28,458.67	119.87	330.81	236.42	639.80	40,563.52

CAPITAL WORK IN PROGRESS**BUILDING (1 - 2 YEARS)**

Balance as at April 1, 2024	817.36
Addition for the year	0.00
Transferred to Building A/c	817.36
Balance as at March 31, 2025	0.00

PLANT & MACHINERY (1 - 2 YEARS)

Balance as at April 1, 2024	0.00
Addition for the year	15.03
Transferred to Plant & Machinery A/c	0.00
Balance as at March 31, 2025	15.03
Total	15.03

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

2. NON-CURRENT INVESTMENTS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Investment in Shares of GNA Axles Inc Michigan	0.66	0.66
Investment in Shares G N A Mobility Limited	5.00	0.00
	5.66	0.66

3. OTHER FINANCIAL ASSETS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Security Deposits	1,317.97	988.31
	1,317.97	988.31

4. OTHER-NON CURRENT ASSETS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Advance for Fixed Assets	3,325.71	1,224.21
	3,325.71	1,224.21

5. INVENTORIES

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Raw Material		
Raw Material Steel	3,391.22	4,589.94
Raw Material Non Steel	33.29	24.99
Work in Progress	11,970.75	11,660.83
Finished Goods	2,291.43	1,772.08
Stores, Spares & Loose Tools		
Stock of Operating Supply	1,164.14	1,084.18
Stock of Spare Parts	215.31	285.28
Stock of Diesel	34.40	62.48
Stock of Die Steel	19.17	114.52
Stock of Oil Lubricant	63.39	67.70
OTHERS		
Stock of Scrap Material	117.65	42.52
Stock of Packing	63.48	55.64
	19,364.23	19,760.16

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

6. CASH & CASH EQUIVALENTS

	₹ in Lacs	
	March 31, 2025	March 31, 2024
Cash in hand	21.17	22.11
Balance with Banks		
(In Current Account)	725.16	2.83
	746.33	24.94

7. OTHER BANK BALANCE

	₹ in Lacs	
Particulars	March 31, 2025	March 31, 2024
In Dividend Account	4.17	3.66
In Deposit Account	2,465.22	3,229.77
In CBI FDR against Margin Money	0.54	0.50
	2,469.93	3,233.93

8. OTHER CURRENT ASSETS

	₹ in Lacs	
Particulars	March 31, 2025	March 31, 2024
Pre-paid Expenses	200.93	155.76
Advance to Vendor	775.77	505.85
Advance to Employee	25.43	17.99
Group Gratuity Recoverable	8.08	11.94
Amount Recoverable	1,294.61	578.29
GST	2,220.89	2,324.80
	4,525.71	3,594.63

9. EQUITY SHARE CAPITAL

	₹ in Lacs			
Particulars	March 31, 2025		March 31, 2024	
	Nos.	Amount	Nos.	Amount
SHARE CAPITAL				
(1) Authorised Share Capital				
Equity Share of ₹ 10/- each.	100,000,000.00	10,000.00	100,000,000.00	10,000.00
(Previous year Equity Share of ₹ 10/- each)				
(2) Issued, Subscribed & Paid-up				
Equity Shares of ₹ 10/- each	42,930,800.00	4,293.08	42,930,800.00	4,293.08
(Previous year Equity Share of ₹ 10/- each)				
	42,930,800.00	4,293.08	42,930,800.00	4,293.08

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

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

₹ in Lacs

Equity Shares	March 31, 2025		March 31, 2024	
	Nos.	Amount	Nos.	Amount
Shares outstanding at the beginning of the year	42,930,800.00	4,293.08	21,465,400.00	2,146.54
Shares issued during the year	0.00	0.00	21,465,400.00	2,146.54
Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	42,930,800.00	4,293.08	42,930,800.00	4,293.08

Detail of Shareholding more than 5% share of the company

Name of Shareholder	March 31, 2025		March 31, 2024	
	Nos.	Percentage holding	Nos.	Percentage holding
(Equity Shares of ₹ 10/- each)				
S. Gursaran Singh	1,075,000.00	2.50	3,730,650.00	8.69
S. Maninder Singh	4,774,426.00	11.12	4,774,426.00	11.12
S. Jasvinder Singh	6,442,200.00	15.00	6,567,200.00	15.30
S. Ranbir Singh	15,545,189.00	36.21	6,413,096.00	14.94
S. Gurdeep Singh	0.00	0.00	6,275,332.00	14.62
HDFC Small Cap Fund	4,112,102.00	9.58	3,927,613.00	9.15

A. Terms/rights attached to Equity Shares

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

- B.** There are Nil No. of shares **(Previous Year NIL)** in respect of shares in our Company held by its holding or its ultimate holding company including shares held by or by subsidiary or associates of holding company or ultimate holding company in aggregate.
- C.** There are NIL No. of shares **(Previous year NIL)** reserved for issue under option and contracts/commitment for the sale of shares/dis-investment including the terms and amounts.

Particulars	As at March 31, 2025	As at March 31, 2024
1. Aggregate No and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	NIL	NIL
2. Aggregate No. and class of shares allotted as fully paid-up by way of Bonus Shares	NIL	21,465,400.00 (Equity Shares)
3. Aggregate No. and class of shares bought back.	NIL	NIL

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

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

F. Share holding of Promoters

Sr. No.	Promoter's Name	No. of shares as on March 31, 2025	No. of shares as on March 31, 2024	% of total Shares as on March 31, 2025	% of total Shares as on March 31, 2024	% change during the year
1	Jasvinder Singh (Promoter)	6,442,200.00	6,567,200.00	15.00	15.30	(1.96)
2	Ranbir Singh (Promoter)	15,545,189.00	6,413,096.00	36.21	14.94	142.36
3	Gurdeep Singh (Promoter)	0.00	6,275,332.00	0.00	14.62	(100.00)
4	Maninder Singh (Promoter Group)	4,774,426.00	4,774,426.00	11.12	11.12	0.00
5	Gursaran Singh (Promoter Group)	1,075,000.00	3,730,650.00	2.50	8.69	(71.23)
6	Kulvin Seehra (Promoter Group)	1,075,000.00	425,500.00	2.50	0.99	152.52
7	Keerat Seehra (Promoter Group)	0.00	425,000.00	0.00	0.99	(100.00)
8	Harjinder Kaur (Promoter Group)	507,800.00	507,800.00	1.18	1.18	0.00
9	Jasleen Kaur (Promoter Group)	20,024.00	20,024.00	0.05	0.05	0.00
10	Ashmeet Seehra (Promoter Group)	36,852.00	36,852.00	0.09	0.09	0.00
11	Lovleen Kaur (Promoter Group)	20,100.00	20,100.00	0.05	0.05	0.00
12	Manjot Seehra (Promoter Group)	12,080.00	12,080.00	0.03	0.03	0.00
13	GNA Gears Limited (Promoter Group)	0.00	26,200.00	0.00	0.06	(100.00)
14	Harwinder singh (Promoter Group)	15,020.00	9,970.00	0.03	0.02	50.00
15	Rupinder Singh (Promoter Group)	13,300.00	8,500.00	0.03	0.02	50.00
16	Rasleen Kaur Pahuja (Promoter Group)	10,324.00	10,324.00	0.02	0.02	0.00

STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

(1) Current Reporting period

₹ in Lacs

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

(2) Previous reporting period

Balance at the beginning of the Previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
₹ 2,146.54	0	₹ 2,146.54	₹ 2,146.54	₹ 4,293.08
(21,465,400 Equity Share of ₹ 10/- each)		(21,465,400 Equity Share of ₹ 10/- each)	(21,465,400 Equity Share of ₹ 10/- each)	(42,930,800 Equity Share of ₹ 10/- each)

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

10. OTHER EQUITY

(1) Current reporting period

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

₹ in Laos

Notes

Forming part of standalone financial statements for the year ended March 31, 2025. (Contd.)

(2) Previous reporting period

	₹ in Laos													
	Share application money pending allotment (₹)	Reserve & Surplus					Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences on translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
		Equity Component of compound financial instruments (₹)	Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)	Retained Earnings (₹)								
Balance at the beginning of the previous reporting period	0.00	0.00	0.00	11,802.98	0.00	57,525.34	0.00	0.00	0.00	0.00	0.00	0.00	0.00	69,328.32
Changes in accounting policy or prior period errors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance at the beginning of the previous reporting period	0.00	0.00	0.00	11,802.98	0.00	57,525.34	0.00	0.00	0.00	0.00	0.00	0.00	0.00	69,328.32
Total comprehensive income for the previous year	0.00	0.00	0.00	11,802.98	0.00	57,525.34	0.00	0.00	0.00	0.00	0.00	0.00	0.00	69,328.32
Dividends	0.00	0.00		0.00		1,287.92	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,287.92
Transfer to retained earnings	0.00	0.00	0.00	0.00	0.00	10,002.09	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10,002.09
Utilised for issue of fully paid Bonus shares	0.00	0.00	0.00	2,146.54	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2,146.54
Income Tax Adjustments of previous year	0.00	0.00	0.00	0.00		10.02	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.02
Balance at the end of the previous reporting period	0.00	0.00	0.00	9,656.44	0.00	66,229.49	0.00	0.00	0.00	0.00	0.00	0.00	0.00	75,885.93

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

11. BORROWINGS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
A) Non Current		
Secured		
From Banks		
Term Loan	5,520.98	5,341.90
From Others		
Bajaj Finance Limited	6,042.42	0.00
	11,563.40	5,341.90
Less: Current Maturities	1,503.19	2429.95
	10,060.21	2,911.95
Unsecured	0.00	0.00
	10,060.21	2,911.95
B) Current		
Secured		
From Banks (Repayable on Demand)	14,320.71	16,005.14
Unsecured	0.00	0.00
	14,320.71	16,005.14

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

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

12. OTHER CURRENT FINANCIAL LIABILITIES

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Current Maturity of Non-Current Borrowings	1,503.19	2,429.95
	1,503.19	2,429.95

13. OTHER CURRENT LIABILITIES

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Statutory Liabilities	451.14	435.69
Unpaid Dividend	4.17	3.66
	455.31	439.35

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

14. CURRENT PROVISIONS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Outstanding Expenses Payable	1,390.44	1,516.05
Employee Dues	264.35	246.50
	1654.79	1,762.55

15. REVENUE FROM OPERATIONS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
SALE OF PRODUCTS		
Sale Domestic	67,205.16	71,433.73
Sale Export (Direct)	84,035.99	77,620.15
	151,241.15	149,053.88

16. OTHER OPERATING REVENUE

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
DEPB/FPS Service	365.84	358.07
Duty Drawback	1,643.69	1,474.26
Exchange Difference	723.39	(260.03)
	2,732.92	1,572.30

17. OTHER INCOME

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Interest Income	209.50	240.39
Profit on sale of Asset	51.55	0.00
	261.05	240.39

18. COST OF MATERIALS CONSUMED

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
CONSUMPTION OF RAW MATERIAL		
Raw Material - Steel	89,012.23	87,047.96
Raw Material - Non-Steel	5.53	8.89
	89,017.76	87,056.85

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
CONSUMPTION OF STORE & SPARES		
Consumption of operating supply	6,363.80	7,653.65
Consumption of Die Steel	663.55	530.20
Consumption of oil & Lubricants	1,451.79	1,741.59
Consumption of Packing Materials	3,696.34	3,512.90
Consumption of Furnace Oil	554.55	625.87
	12,730.03	14,064.21
	101,747.79	101,121.06

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

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
At the beginning of Accounting period	13,475.43	12,234.88
At the end of the Accounting period	14,379.83	13,475.43
	(904.40)	(1,240.55)

20. EMPLOYEE BENEFIT EXPENSE

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Wages	2,221.11	2,194.51
Salary	3,348.46	2,984.80
Production Incentive Bonus	838.94	753.58
Contribution to Provident Fund	185.71	174.59
Family Pension	173.93	163.56
Administration charges	25.61	24.07
Group gratuity	136.76	123.91
Super Annuation Fund	50.82	44.70
Workers and Staff Welfare	241.95	231.68
Bonus	276.73	260.46
Leave with Wages	46.63	39.52
Medical Reimbursement	37.16	40.29
Employees State Insurance	58.42	54.06
	7,642.23	7,089.73

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

21. FINANCIAL COSTS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
a) Interest Expense		
Interest on Term Loan	264.42	242.78
Interest on Cash Credit	750.80	760.57
Interest to Others	41.05	18.54
b) Other Borrowing Cost		
Bank Commission	129.28	132.45
	1,185.55	1,154.34

22. DEPRECIATION AND AMORTISATION EXPENSE

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
DEPRECIATION		
Building	659.44	634.29
Plant & Machinery	4,640.53	4,321.57
Furniture & Fixture	70.68	66.00
Vehicle	192.45	197.47
Computers	85.56	56.30
Office Equipments	61.37	58.08
	5,710.03	5,333.71

23. OTHER EXPENSES

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Machining charges	3,723.67	3,823.01
Power & Fuel	9,176.94	8,797.76
Repair & Maintenance	667.12	564.04
Factory Expenses	120.48	132.65
Office Expenses	18.32	24.61
Donation / CSR	297.22	323.25
Subscription / Membership fees	11.19	10.86
Entertainment Expense	7.83	8.85
Fees & Taxes	155.63	69.74
Insurance	332.19	381.97
Legal & Professional Expenses	311.39	331.47
News Paper & Periodicals	0.54	0.29

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
PAYMENT TO AUDITORS		
As Audit Fee	7.50	7.50
For Taxation purpose	0.00	0.00
For any other matters	0.00	0.00
Vehicle Petrol	145.99	142.90
Vehicle Repair	70.49	76.95
Repair of Building	22.32	71.24
Postage & Courier expenses	3.84	0.91
Printing & Stationery	47.08	48.26
Repair & Maintenance of Computer	47.05	41.50
Telephone Expenses	11.83	10.60
Directors Sitting fees	14.85	9.15
Rounded-off	0.00	0.00
Travelling Expenses	220.36	221.55
Unrecoverable amount	6.08	0.00
Travelling Expenses Foreign	189.27	179.29
Advertisement expenses	79.40	12.32
Loss on sale of asset	0.00	1.24
Club Fee	1.01	1.07
Water Charges	9.04	0.00
Freight & Cartage outward	1,399.80	1,393.12
Business Promotion Expenses	6.37	5.19
Export Packing & Forwarding expenses	7,322.30	7,232.63
	24,427.10	23,923.92

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

24. EARNINGS PER SHARE

Particulars		2024-25	2023-24
		Amount (₹)	Amount (₹)
Basic and Diluted Earnings Per Share			
Net Profit attributable to Equity Shareholders		10,712.21	10,002.09
Weighted Average number of Equity Shares			
outstanding during the year	Nos.	42,930,800	42,930,800
Face Value	₹	10	10
Basic Earnings Per Share	₹	24.95	23.30
Diluted Earnings Per Share	₹	24.95	23.30

25. CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of amended companies Act 2013 the companies having profit of ₹ 5 Cr or more has to spent 2% of their average profits of last 3 years upon specific activity falling within CSR. The CSR Budget for the year 2024-25 of the company was ₹ 27,340,158/- (after adjusting excess spent of previous year). The company has spent ₹ 27,706,247/- on CSR activities during the Financial Year 2024-25 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on March 31, 2025.

26. CONTINGENT LIABILITIES

The following are the contingent liabilities during the year.

		₹ in Lacs	
Particulars		2024-25	2023-24
(A) Contingent Liabilities			
1.	Bank Guarantees	5.00	5.00
2.	GST & RCM Liabilities against which the company has preferred appeals.	99.06	75.98
3.	Value Added Tax Liabilities	96.59	78.72
4.	Income Tax (Asst. Year 2022-23)	0	0.65
(B) Commitments			
	Capital Commitments	0	0

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

27. DETAILS OF BENAMI PROPERTY

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

28. RELATED PARTY DISCLOSURE

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

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

(a) Related Parties

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

(b) Key Managerial Personnel

Mr. Rakesh Gupta – Chief Financial Officer
 Mr. Gaurav Jain – Company Secretary

(c) Wholly owned Subsidiary Company

GNA Axles INC Michigan
 GNA Mobility limited

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

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

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

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

₹ in Lacs

Nature of Transaction	2024-25	2023-24
(b) Remuneration		
S. Gursaran Singh	266.09	239.81
S. Ranbir Singh	303.53	284.93
S. Jasvinder Singh	291.29	281.09
S. Kulwin Seehra	101.43	83.79
S. Harwinder Seehra	101.43	83.79
S. Maninder Singh	93.02	83.90

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

₹ in Lacs

Nature of Transaction	2024-25	2023-24
(c) Remuneration Paid to Key Managerial Personnel		
Mr. Rakesh Gupta	21.93	18.79
Mr. Gaurav Jain	12.39	10.20
(d) Remuneration paid to Director's relatives		
Mrs. Loveleen Kaur	26.99	26.99

29. SEGMENT REPORTING

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

30. REMUNERATION TO DIRECTORS

₹ in Lacs

Particulars	2024-25	2023-24
Salary	1,156.80	1,057.32

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

32. FOREIGN EXCHANGE EARNINGS

The company has exported goods during the year FOB value of which is ₹ 7,671,368,654/-.

33. BORROWING FROM BANKS AND FINANCIAL INSTITUTIONS

The company has taken Term loans from Banks during the year under Audit. The company Utilised the amount of Term Loans raised for the purpose for which it was obtained.

The company also borrowed working capital facility from banks against current assets. The quarterly/Monthly statements filed by the company with banks are in agreement with books of accounts. No discrepancies noticed.

34. TRADE PAYABLES AGEING SCHEDULE

For the year ending 2024-25

₹ in Lacs

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

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

For the year ending 2023-24

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
MSME	893.56	--	--	--	893.56
Others	17,230.16	--	--	--	17,230.16
Disputed dues MSME	--	--	--	--	--
Disputed Dues Others					

35. TRADES RECEIVABLE AGEING SCHEDULE

For the year ending 2024-25

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	54,612.73	8,566.15	463.63	98.40	93.07	63,833.98
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful..	--	--	--	--	--	--

For the year ending 2023-24

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yrs.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs	
Undisputed Trade Receivables-considered good	51,238.15	5,238.92	557.04	93.08	--	57,127.19
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful.	--	--	--	--	--	--

36 LOAN AND ADVANCES TO DIRECTORS/ KMP/ RELATED PARTIES

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

Notes

Forming part of standalone financial statements for the year ended March 31, 2025 (Contd.)

37. TRANSACTION WITH STRUCK OFF COMPANIES

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

38. REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

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

39. AUDITORS REMUNERATION

		₹ in Lacs	
Sr. No	Particulars	2024-25	2023-24
1.	Audit Fee	7.50	7.50

40. RATIO ANALYSIS

Sr. No	Ratio	2024-25	2023-24
1.	Current Ratio	2.50:1	2.16:1
2.	Debt Equity Ratio	0.29:1	0.27:1
3.	Debt Service Coverage Ratio	6.55:1	4.60:1
4.	Return on Equity Ratio	11.90%	12.47%
5.	Inventory turnover ratio	7.73 Times	7.72 Times
6.	Trade Receivable Turnover Ratio	2.50 Times	2.63 Times
7.	Trade Payable Turnover ratio	8.29 Times	7.33 Times
8.	Net Capital Turnover Ratios	2.77 Times	3.31 Times
9.	Net Profit Ratio	7.08%	6.71 %
10.	Return on Capital Employed	13.62 %	14.65%

Remarks

i) Increase in Debt Service Ratio is due to Increase in Profits and Decrease in Repayment of Term loans.

41. Previous Years Figures have been re-grouped/ re-arranged wherever consider necessary.

42. The comparative financial information of the Company for the year ended. March 31, 2024 included in these Ind AS financial statements, are based on the previously issued statutory financial statements which were audited by the predecessor auditor **(M/s Harish & Co.)** who expressed an unmodified opinion vide reports dated May 24, 2024.

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

(GURCHARAN SINGH)
Partner
M. No. 080075
UDIN: 25080075BMGYMP2384
Place: Jalandhar
Dated: April 21, 2025

Ranbir Singh
Mg. Director & CEO

Rakesh Kumar
Chief Financial Officer

Kulwin Seehra
Executive Director

Gourav Jain
Company Secretary

Independent Auditor's Report

To the Members of

GNA AXLES LIMITED.

Report on the Audit of the Consolidated Financial Statements.

OPINION

We have audited the accompanying consolidated financial statements of GNA Axles Limited ("the Holding Company") and its subsidiaries (collectively referred to as "the Group"), comprising of the consolidated balance sheet as at March 31, 2025, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate audited financial statements of the subsidiary, the aforesaid consolidated annual financial results:

- a) Include the annual financial results of the subsidiaries.
 - i) GNA Axles Inc Michigan
 - ii) GNA Mobility Limited
- b) Are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c) Give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended March 31, 2025.

BASIS FOR OPINION

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

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

KEY AUDIT MATTERS

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

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

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

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

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

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows of the Company and consolidated changes in equity of the group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014. The holding companies Board of Directors and the

Independent Auditor's Report (Contd.)

respective Board of Directors of the Companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective board of directors of the company's including in the group is responsible for overseeing the Company's financial reporting process of each company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

- misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial statements made by management and Board of Directors.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

We communicate with those charged with governance of holding company and such other entities included in consolidated annual financial statements of which we are independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Independent Auditor's Report (Contd.)

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

OTHERS MATTERS

We did not audit the financial statements of GNA Axles Inc. Michigan and placed reliance on the accounts reviewed by certified public Accountant Alina Rits of RITS Accounting PC Birmingham Michigan which shows the net operating loss ₹ 3,170.73. No adverse remarks by the auditors in their report.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow, and statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. As per the management representation we report. no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities

("Intermediaries") with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

No funds have been received by the company from any person(s) or entities including foreign entities (Funding Parties) with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations given under sub-clause (i) and (ii) by the management contain any material mis-statement.

- f. In our opinion Company has complied with section 123 of the Companies Act, 2013 with respect to dividend declared/paid during the year.
- g. Based on our examination, which included test checks, performed by us on the holding company, the Company has used accounting software for maintaining its books of account for the financial year ended March 31,2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. The financial Statements of its subsidiary i.e GNA Axles INC , Michigan that are not material to the consolidated financial statements of the group, have not been audited under the provisions of the Act, as of the date of this report. Therefore, we are unable to comment on the reporting requirement under Rule 11 (g) of the Companies (Audit & Auditors) Rules, 2014 in respect of this subsidiary and the financial statements of GNA Mobility Limited have been audited by us.
- h. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its

Independent Auditor's Report (Contd.)

subsidiary companies incorporated outside India & within India, none of the Directors of the Group companies incorporated outside India & within India, is disqualified as on March 31, 2025 from being appointed as a Director of that company in terms of Section 164(2) of the Act.

- i. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**; and
- j. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by company to its directors during the year is in accordance with the provisions of Section 197 of the Act
- k. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our

information and according to the explanations given to us:

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Notes to the consolidated financial statements;
- ii. The holding company and its subsidiaries did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and
- iii. There were no amounts which were required to be transferred to investor education and protection fund by the holding and its subsidiaries.

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

Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

Dated: April 21, 2025

Place: Jalandhar

M. No. 080075

UDIN:25080075BMGYMQ9677

Annexure “A”

to the Independent Auditors’

Annexure - A to the Independent Auditors’ Report of even date on the Consolidated Financial Statements of GNA Axles Limited Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of **GNA Axles Limited** (“the Holding Company”) and its subsidiary companies which are companies incorporated outside India & Within India as of that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated outside India & Within India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS’ RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate

Annexure A (Contd.)

because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated outside India & within India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

OTHER MATTERS

We did not audit the financial statements of GNA Axles Inc. Michigan and placed reliance on the accounts reviewed by certified public Accountant Alina Rits of RITS Accounting PC Birmingham Michigan which shows the net operating loss ₹ 3,170.73. Our opinion is not qualified in respect of the above matter with respect to our reliance on the work done by and the reports of certified public accountants whereas GNA Mobility Limited has been audited by us, not yet started its operations.

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

Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

Dated: April 21, 2025

Place: Jalandhar

M. No. 080075

UDIN: 25080075BMGYMQ9677

Consolidated Balance Sheet

As at March 31, 2025

₹ in Lacs

Particulars	Note No.	March 31, 2025	March 31, 2024
NON-CURRENT ASSETS			
a) Property, Plant & Equipment	1	40,563.52	34,436.76
b) Right of use assets		0.00	0.00
c) Capital Work in Progress	1	15.03	817.36
d) Goodwill		0.00	0.00
e) Other Intangible Assets		0.00	0.00
f) Intangible Assets under Development		0.00	0.00
g) Financial Assets			
(i) Investments		0.00	0.00
(ii) Loans		0.00	0.00
(iii) Other Financial Assets	2	1,318.17	988.31
h) Deferred Tax Assets		344.31	308.92
i) Other Non-Current Assets	3	3,326.21	1,224.21
		45,567.24	37,775.56
CURRENT ASSETS			
a) Inventories	4	19,364.23	19,760.16
b) Financial Asset			
Investments		0.00	0.00
Trade Receivables		63,833.98	57,127.19
Cash & Cash Equivalents	5	752.18	25.35
Bank Balance Other than Cash and Cash Equivalents	6	2,469.93	3,233.93
Loans		0.00	0.00
Other Financial Assets		0.00	0.00
c) Other Current Assets	7	4,525.71	3,594.63
d) Current Tax Assets (net)			334.60
		90,946.03	84,075.86
Total Assets		136,513.27	121,851.42
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	8	4,293.08	4,293.08
b) Other Equity	9	85,698.92	75,854.55
Total Equity		89,992.00	80,147.63
LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	10	10,060.21	2,911.95
(iii) Other Financial Liabilities		0.00	0.00
b) Provisions		0.00	0.00
c) Deferred Tax Liabilities (net)		0.00	0.00
d) Other Non-Current Liabilities		0.00	0.00
Total Non-Current Liabilities		10,060.21	2,911.95
CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	10	14,320.71	16,005.14
(iii) Trade Payable		0.00	0.00
Total Outstanding Dues of Micro & Small Enterprises		331.32	893.56
Total Outstanding Dues of Creditors other than Micro & Small Enterprises		18,062.61	17,261.29
Other Current Financial Liabilities	11	1,503.19	2,429.95
b) Other Current Liabilities	12	455.31	439.35
c) Current Provisions	13	1,654.79	1,762.55
d) Current Tax Liabilities (Net)		133.13	0.00
		36,461.06	38,791.84
Total Liabilities		46,521.27	41,703.79
Total Equity & Liabilities		136,513.27	121,851.42

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

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

Chartered Accountants (FRN - 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 25080075BMGYMQ9677

Place: Jalandhar

Dated: April 21, 2025

Ranbir Singh

Mg. Director & CEO

Rakesh Kumar

Chief Financial Officer

Kulwin Seehra

Executive Director

Gourav Jain

Company Secretary

Consolidated Statement of Profit & Loss

For the year ended March 31, 2025

₹ in Lacs

Particulars	Notes No.	March 31, 2025	March 31, 2024
REVENUE FROM OPERATIONS			
Income from Operations	14	151,241.15	149,053.88
Other Operating income	15	2,732.92	1,572.30
		153,974.07	150,626.18
Other Income	16	261.05	240.39
		154,235.12	150,866.57
EXPENDITURE			
Cost of Material consumed	17	101,747.79	101,121.06
Purchases of Stock-in-Trade			
Changes in Inventories of Finished Goods, Work-in-Process and Stock-in-Trade	18	(904.40)	(1,240.55)
Employee Benefits Expense	19	7,642.23	7,089.73
Financial Costs	20	1,186.13	1,154.90
Depreciation, Impairment and Amortisation Expenses	21	5,710.03	5,333.71
Other Expenses	22	24,429.24	23,929.05
		139,811.02	137,387.90
Profit Before Exceptional items and Tax		14,424.10	13,478.67
Exceptional items		0.00	0.00
Profit from continuing operations before Tax		14,424.10	13,478.67
Tax Expense (Current & Deferred Tax)		3,714.61	3,482.27
Profit for the year (A)		10,709.49	9,996.40
Other Comprehensive Income/Loss		0.00	0.00
(Items that will not be reclassified to Statement of Profit and Loss)			
Other Comprehensive Income/(Loss) for the year (B)		0.00	0.00
Total Comprehensive Income for the year (A+B)		10,709.49	9,996.40
Earnings Per Equity Share of face value of ₹ 10/- each			
Basic		24.94	23.28
Diluted		24.94	23.28

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

As per our Report of even date annexed.

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

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 25080075BMGYMQ9677

Place: Jalandhar

Dated: April 21, 2025

Ranbir Singh

Mg. Director & CEO

Kulwin Seehra

Director

Rakesh Kumar

Chief Financial Officer

Gourav Jain

Company Secretary

Consolidated Cash Flow Statement

As at March 31, 2025

₹ in Lacs

Particulars	For the Year Ending March 31, 2025	For the Year Ending March 31, 2024
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax & Extra Ordinary Items	14,424.10	13,478.67
Adjustments for:		
Depreciation	5,710.03	5,333.71
Interest income	(209.50)	(240.39)
Interest paid	1,056.27	1,021.89
Profit/Loss on sale of assets	(51.55)	1.24
Operating profit before working capital changes	20,929.35	19,595.12
Adjustments for:		
Decrease/ Increase in Inventories	395.93	(935.28)
Increase in Trade Rec./Other Current/Non-Current Assets/ Ex.diff	(8,637.17)	(329.20)
Increase/Decrease in Trade payable/Other Current Liabilities	280.41	(4,919.68)
Income tax of earlier year	(10.62)	(10.02)
Income Tax Paid	(3,750.00)	(3,560)
Net cash from operating activities	9,207.90	9,840.94
B CASH FLOW FROM INVESTING ACTIVITIES		
Decrease in other financial assets	(329.86)	50.08
Increase in Fixed assets/ Capital Work in Progress	(11,091.07)	(8,867.66)
Sale of fixed assets	108.17	16.88
Interest received	209.50	240.39
Net cash used in Investing activities	(11,103.26)	(8,560.31)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowings	8,291.22	2,369.03
Repayment of long term borrowings	(2,069.72)	(1,760.59)
Dividend Paid	(858.61)	(1,287.92)
Decrease/Increase in cash credits & Packing credits	(1,684.43)	412.75
Interest Paid	(1,056.27)	(1,021.89)
Net cash flow from financing activities	2,622.19	(1,288.62)
Net increase/(decrease) in cash & cash equivalents (A+B+C)	726.83	(7.99)
Cash & Cash equivalents at the beginning of the year (see note 2)	25.35	33.34
Cash & Cash equivalents at the end of the year (see note 2)	752.18	25.35
	726.83	(7.99)

1 Notes:

The Cash flow is based on and derived from the accounts of company for the year ended March 31, 2025 and March 31, 2024

Consolidated Cash Flow Statement As at March 31, 2025 (Contd.)

₹ in Lacs

Particulars	For the Year Ending March 31, 2025	For the Year Ending March 31, 2024
2 Cash & cash equivalents comprise of:		
Cash in hand	21.17	22.11
With scheduled banks:		
In current accounts	731.01	3.24
Cash and cash equivalents at the end of the year	752.18	25.35

Certified correct as per our separate report annexed

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

(GURCHARAN SINGH)
Partner
M. No. 080075
UDIN: 25080075BMGYMQ9677
Place: Jalandhar
Dated: April 21, 2025

Ranbir Singh
Mg. Director & CEO

Rakesh Kumar
Chief Financial Officer

Kulwin Seehra
Executive Director

Gourav Jain
Company Secretary

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

I. GROUP INFORMATION

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

The Company & its subsidiary (Jointly referred to as the "Group") herein considered in these consolidated financial statements are:

A) SUBSIDIARIES

Name of the Company	Country of Incorporation	% voting power held as at March 31, 2025	% voting power held as at March 31, 2024
GNA Axles Inc.	Michigan	100%	100%
GNA Mobility Limited	Mehtiana	100%	0

II. SIGNIFICANT ACCOUNTING POLICIES

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

II.1 Basis of Preparation

(i) Compliance with Ind AS

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

(ii) Historical Cost Convention

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

(iii) Classification of asset and liabilities

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

(iv) Principles of Consolidation

The consolidated financial statements relate to GNA Axles Ltd. And its Subsidiaries. Subsidiary is an entity over which GNA Axles Ltd. Exercise control. The Consolidated financial statements have been prepared on the following basis:

The financial Statements of the Group have been combined on a line by line basis by adding together the books values of like items of assets, liabilities income and expenses, after fully eliminating intra-Group balance and intra group transactions and resulting unrealised profits/unrealised losses resulting from intra-group transactions are eliminated unless cost cannot be recovered.

The financial statements of the subsidiary used for the purpose of consolidation are drawn upto the same reporting date as of the group. The consolidated financial statement have been prepared using uniform account policies for like transactions and other events in similar circumstances and are presented to the extent possible in the same manner as the companies separate financial statements. On consolidation the assets and liabilities have been translated into INR at the closing rate at the reporting date.

II.2 Summary of significant Accounting Policies

a) Property, plant and Equipment

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

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to statements of profit or loss during the reporting period in which they are incurred.

b) Depreciation on tangible fixed assets

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

c) Revenue Recognition

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

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

d) Inventories

Inventories are valued as follows:

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

e) Insurance and other claims

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

f) Tax Expenses

Current income tax is measured at the amount expected to be paid to the income tax authorities in accordance with the income-tax Act, 1961 enacted in India.

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

g) Earning per Share

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

h) Impairment of assets

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

i) Borrowing Costs

Borrowing cost that is attributable to acquisition or construction of a qualifying asset is capitalised as part of cost of such assets. Qualifying assets is one that necessarily takes substantial period of time to get ready for its intended use. All other

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

borrowing cost is recognised as expenses in the period in which they are incurred.

j) **Cash and Cash Equivalents**

For the purpose of presentation in the statement of cash flow, cash & cash equivalents includes cash in hand, cash at bank and demand deposits with banks with an original maturity of three months or less which are subject to an insignificant risk of change in value.

k) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can reliably estimated. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

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

l) **Cash flow statement**

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

m) **Foreign Currency Transactions**

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

Transactions and Balances

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

The foreign current monetary items are translated using closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise.

n) **Retirement & Other Benefits**

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

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

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

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

1 PROPERTY PLANT & EQUIPMENT

Particulars	Freehold Land	Factory Building	Plant & Machinery	Computers	Office Equipments	Furniture & Fixtures	Vehicle	Total
₹ in Laos								
(A) Gross Block								
Balance as at April 1, 2024	1,713.45	11,886.34	63,067.44	877.66	916.84	814.93	1,810.05	81,086.71
Addition during the year	1,229.40	1,579.61	8,555.56	119.41	74.15	50.25	285.02	11,893.40
Discarded/Disposed off during the year	26.50	0.00	0.00	0.00	0.00	0.00	189.98	216.48
Balance as at March 31, 2025	2,916.35	13,465.95	71,623.00	997.07	990.99	865.18	1,905.09	92,763.63
(B) Accumulated Depreciation								
Balance as at April 1, 2024	0.00	4,944.91	38,523.80	791.64	598.81	558.08	1,232.71	46,649.95
Depreciation for the year	0.00	659.44	4,640.53	85.56	61.37	70.68	192.45	5,710.03
Accumulated depreciation on discarded/disposal	0.00	0.00	0.00	0.00	0.00	0.00	159.87	159.87
Balance as at March 31, 2025	0.00	5,604.35	43,164.33	877.20	660.18	628.76	1,265.29	52,200.11
(C) Net carrying Amount								
Balance as at April 1, 2024	1,713.45	6,941.43	24,543.64	86.02	318.03	256.85	577.34	34,436.76
Balance as at March 31, 2025	2,916.35	7,861.60	28,458.67	119.87	330.81	236.42	639.80	40,563.52
CAPITAL WORK IN PROGRESS								
BUILDING (1 - 2 YEARS)								
Balance as at April 1, 2024								817.36
Addition for the year								0.00
Transferred to Building A/c								817.36
Balance as at March 31, 2025								0.00
PLANT & MACHINERY (1 - 2 YEARS)								
Balance as at April 1, 2024								0.00
Addition for the year								15.03
Transferred to Plant & Machinery A/c								0.00
Balance as at March 31, 2025								15.03
Total								15.03

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

2. OTHER FINANCIAL ASSETS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Security Deposits	1,318.17	988.31
	1,318.17	988.31

3. OTHER-NON CURRENT ASSETS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Advance for Fixed Assets	3,325.71	1,224.21
Preliminary Expenses	0.50	
	3,326.21	1,224.21

4. INVENTORIES

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Raw Material		
Raw Material Steel	3,391.22	4,589.94
Raw Material Non Steel	33.29	24.99
Work in Progress	11,970.75	11,660.83
Finished Goods	2,291.43	1,772.08
Stores, Spares & Loose Tools		
Stock of Operating Supply	1,164.14	1,084.18
Stock of Spare Parts	215.31	285.28
Stock of Diesel	34.40	62.48
Stock of Die Steel	19.17	114.52
Stock of Oil Lubricant	63.39	67.70
OTHERS		
Stock of Scrap Material	117.65	42.52
Stock of Packing	63.48	55.64
	19,364.23	19,760.16

5. CASH & CASH EQUIVALENTS

₹ in Lacs		
	March 31, 2025	March 31, 2024
Cash in hand	21.17	22.11
Balance with Banks		
(In Current Account)	731.01	3.24
	752.18	25.35

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

6. OTHER BANK BALANCE

Particulars	₹ in Lacs	
	March 31, 2025	March 31, 2024
In Dividend Account	4.17	3.66
In Deposit Account	2,465.22	3,229.77
In CBI FDR against Margin Money	0.54	0.50
	2,469.93	3,233.93

7. OTHER CURRENT ASSETS

Particulars	₹ in Lacs	
	March 31, 2025	March 31, 2024
Pre-paid Expenses	200.93	155.76
Advance to Vendor	775.77	505.85
Advance to Employee	25.43	17.99
Group Gratuity Recoverable	8.08	11.94
Amount Recoverable	1,294.61	578.29
GST	2,220.89	2,324.80
	4,525.71	3,594.63

8. EQUITY SHARE CAPITAL

Particulars	₹ in Lacs			
	March 31, 2025		March 31, 2024	
	Nos.	Amount	Nos.	Amount
SHARE CAPITAL				
(1) Authorised Share Capital				
Equity Share of ₹ 10/- each.	100,000,000.00	10,000.00	100,000,000.00	10,000.00
(Previous year Equity Share of ₹ 10/- each)				
(2) Issued, Subscribed & Paid-up				
Equity Shares of ₹ 10/- each	42,930,800.00	4,293.08	42,930,800.00	4,293.08
(Previous year Equity Share of ₹ 10/- each)				
	42,930,800.00	4,293.08	42,930,800.00	4,293.08

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

Equity Shares	₹ in Lacs			
	March 31, 2025		March 31, 2024	
	Nos.	Amount	Nos.	Amount
Shares outstanding at the beginning of the year	42,930,800.00	4,293.08	21,465,400.00	2,146.54
Shares issued during the year	0.00	0.00	21,465,400.00	2,146.54
Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	42,930,800.00	4,293.08	42,930,800.00	4,293.08

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

Detail of Shareholding more than 5% share of the company

Name of Shareholder	March 31, 2025		March 31, 2024	
	Nos.	Percentage holding	Nos.	Percentage holding
(Equity Shares of ₹ 10/- each)				
S. Gursaran Singh	1,075,000.00	2.50	3,730,650.00	8.69
S. Maninder Singh	4,774,426.00	11.12	4,774,426.00	11.12
S. Jasvinder Singh	6,442,200.00	15.00	6,567,200.00	15.30
S. Ranbir Singh	15,545,189.00	36.21	6,413,096.00	14.94
S. Gurdeep Singh	0.00	0.00	6,275,332.00	14.62
HDFC Small Cap Fund	4,112,102.00	9.58	3,927,613.00	9.15

A. Terms/rights attached to Equity Shares

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

- B.** There are Nil No. of shares **(Previous Year NIL)** in respect of shares in our Company held by its holding or its ultimate holding company including shares held by or by subsidiary or associates of holding company or ultimate holding company in aggregate.
- C.** There are NIL No. of shares **(Previous year NIL)** reserved for issue under option and contracts/commitment for the sale of shares/dis-investment including the terms and amounts.

Particulars	As at March 31, 2025	As at March 31, 2024
1. Aggregate No and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	NIL	NIL
2. Aggregate No. and class of shares allotted as fully paid-up by way of Bonus Shares	NIL	21,465,400.00 (Equity Shares)
3. Aggregate No. and class of shares bought back.	NIL	NIL

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

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

F. Share holding of Promoters

Sr. No.	Promoter's Name	No. of shares as on March 31, 2025	No. of shares as on March 31, 2024	% of total Shares as on March 31, 2025	% of total Shares as on March 31, 2024	% change during the year
1	Jasvinder Singh (Promoter)	6,442,200.00	6,567,200.00	15.00	15.30	(1.96)
2	Ranbir Singh (Promoter)	15,545,189.00	6,413,096.00	36.21	14.94	142.36
3	Gurdeep Singh (Promoter)	0.00	6,275,332.00	0.00	14.62	(100.00)
4	Maninder Singh (Promoter Group)	4,774,426.00	4,774,426.00	11.12	11.12	0.00
5	Gursaran Singh (Promoter Group)	1,075,000.00	3,730,650.00	2.50	8.69	(71.23)
6	Kulvin Seehra (Promoter Group)	1,075,000.00	425,500.00	2.50	0.99	152.52
7	Keerat Seehra (Promoter Group)	0.00	425,000.00	0.00	0.99	(100.00)
8	Harjinder Kaur (Promoter Group)	507,800.00	507,800.00	1.18	1.18	0.00
9	Jasleen Kaur (Promoter Group)	20,024.00	20,024.00	0.05	0.05	0.00
10	Ashmeet Seehra (Promoter Group)	36,852.00	36,852.00	0.09	0.09	0.00
11	Lovleen Kaur (Promoter Group)	20,100.00	20,100.00	0.05	0.05	0.00
12	Manjot Seehra (Promoter Group)	12,080.00	12,080.00	0.03	0.03	0.00
13	GNA Gears Limited (Promoter Group)	0.00	26,200.00	0.00	0.06	(100.00)
14	Harwinder singh (Promoter Group)	15,020.00	9,970.00	0.03	0.02	50.00
15	Rupinder Singh (Promoter Group)	13,300.00	8,500.00	0.03	0.02	50.00
16	Rasleen Kaur Pahuja (Promoter Group)	10,324.00	10,324.00	0.02	0.02	0.00

STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

(1) Current Reporting period

₹ in Lacs

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

(2) Previous reporting period

Balance at the beginning of the Previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
₹ 2,146.54	0	₹ 2,146.54	₹ 2,146.54	₹ 4,293.08
(21,465,400 Equity Share of ₹ 10/- each)		(21,465,400 Equity Share of ₹ 10/- each)	(21,465,400 Equity Share of ₹ 10/- each)	(42,930,800 Equity Share of ₹ 10/- each)

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

9. OTHER EQUITY

(1) Current reporting period

	Share application money pending allotment (₹)	Reserve & Surplus				Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences on translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
		Equity Component of compound financial instruments (₹)	Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)	Retained Earnings (₹)							
Balance at the bennin of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Changes in accounting policy or prior period errors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance at the beginning of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Total comprehensive income for the current year	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Dividends	0.00	0.00	0.00	0.00	0.00	858.62	0.00	0.00	0.00	0.00	0.00	0.00	858.62
Transfer to retained earnings	0.00	0.00	0.00	0.00	0.00	10,709.49	0.00	0.00	0.00	4.12	0.00	0.00	10,713.61
Utilised for issue of fully paid Nonus shares	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Income Tax Adjustments of previous year	0.00	0.00	0.00	0.00	0.00	10.62	0.00	0.00	0.00	0.00	0.00	0.00	10.62
Balance at the end of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	76,042.05	0.00	0.00	0.00	0.43	0.00	0.00	85,698.92

₹ in Laos

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

(2) Previous reporting period

	Share application money pending allotment	Reserve & Surplus					Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
		Equity Component of compound financial instruments	Capital Reserve	Securities Premium	Other Reserves (specify nature)	Retained Earnings								
Balance at the bennin of the previous reporting period	0.00	0.00	0.00	11,802.98	0.00	57,503.34	0.00	0.00	0.00	0.00	0.26	0.00	0.00	69,306.58
Changes in accounting policy or prior period errors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance at the beginning of the previous reporting period	0.00	0.00	0.00	11,802.98	0.00	57,503.34	0.00	0.00	0.00	0.00	0.26	0.00	0.00	69,306.58
Total comprehensive income for the previous year	0.00	0.00	0.00	11,802.98	0.00	57,503.34	0.00	0.00	0.00	0.00	0.26	0.00	0.00	69,306.58
Dividends	0.00	0.00	0.00	0.00	0.00	(1,287.92)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(1,287.92)
Transfer to retained earnings	0.00	0.00	0.00	0.00	0.00	9,996.40	0.00	0.00	0.00	0.00	(3.95)	0.00	0.00	9,992.45
Utilised for issue of fully paid Nonus shares	0.00	0.00	0.00	(2,146.54)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(2,146.54)
Income Tax Adjustments of previous year	0.00	0.00	0.00	0.00	0.00	(10.02)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(10.02)
Balance at the end of the previous reporting period	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

10. BORROWINGS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
A) Non Current		
Secured		
From Banks		
Term Loan	5,520.98	5,341.90
From Others		
Bajaj Finance Limited	6,042.42	0.00
	11,563.40	5,341.90
Less: Current Maturities	1,503.19	2,429.95
	10,060.21	2,911.95
Unsecured	0.00	0.00
	10,060.21	2,911.95
B) Current		
Secured		
From Banks (Repayable on Demand)	14,320.71	16,005.14
Unsecured	0.00	0.00
	14,320.71	16,005.14

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

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

11. OTHER CURRENT FINANCIAL LIABILITIES

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Current Maturity of Non-Current Borrowings	1,503.19	2,429.95
	1,503.19	2,429.95

12. OTHER CURRENT LIABILITIES

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Statutory Liabilities	451.14	435.69
Unpaid Dividend	4.17	3.66
	455.31	439.35

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

13. CURRENT PROVISIONS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Outstanding Expenses Payable	1,390.44	1,516.05
Employee Dues	264.35	246.50
	1,654.79	1,762.55

14. REVENUE FROM OPERATIONS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
SALE OF PRODUCTS		
Sale Domestic	67,205.16	71,433.73
Sale Export (Direct)	84,035.99	77,620.15
	151,241.15	149,053.88

15. OTHER OPERATING REVENUE

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
DEPB/FPS Service	365.84	358.07
Duty Drawback	1,643.69	1,474.26
Exchange Difference	723.39	(260.03)
	2,732.92	1,572.30

16. OTHER INCOME

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Interest Income	209.50	240.39
Profit on Sales of Asset	51.55	0.00
	261.05	240.39

17. COST OF MATERIALS CONSUMED

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
CONSUMPTION OF RAW MATERIAL		
Raw Material - Steel	89,012.23	87,047.96
Raw Material - Non-Steel	5.53	8.89
	89,017.76	87,056.85

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
CONSUMPTION OF STORE & SPARES		
Consumption of operating supply	6,363.80	7,653.65
Consumption of Die Steel	663.55	530.20
Consumption of oil & Lubricants	1,451.79	1,741.59
Consumption of Packing Materials	3,696.34	3,512.90
Consumption of Furnace Oil	554.55	625.87
	12,730.03	14,064.21
	101,747.79	101,121.06

18. CHANGE IN INVENTORY OF WORK IN PROGRESS & FINISHED GOODS

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
At the beginning of Accounting period	13,475.43	12,234.88
At the end of the Accounting period	14,379.83	13,475.43
	(904.40)	(1,240.55)

19. EMPLOYEE BENEFIT EXPENSE

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
Wages	2,221.11	2,194.51
Salary	3,348.46	2,984.80
Production Incentive Bonus	838.94	753.58
Contribution to Provident Fund	185.71	174.59
Family Pension	173.93	163.56
Administration charges	25.61	24.07
Group gratuity	136.76	123.91
Super Annuation Fund	50.82	44.70
Workers and Staff Welfare	241.95	231.68
Bonus	276.73	260.46
Leave with Wages	46.63	39.52
Medical Reimbursement	37.16	40.29
Employees State Insurance	58.42	54.06
	7,642.23	7,089.73

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

20. FINANCIAL COSTS

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
a) Interest Expense		
Interest on Term Loan	264.42	242.78
Interest on Cash Credit	750.80	760.57
Interest to Others	41.05	18.54
b) Other Borrowing Cost		
Bank Commission	129.86	133.01
	1,186.13	1,154.90

21. DEPRECIATION AND AMORTISATION EXPENSE

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
DEPRECIATION		
Building	659.44	634.29
Plant & Machinery	4,640.53	4,321.57
Furniture & Fixture	70.68	66.00
Vehicle	192.45	197.47
Computers	85.56	56.30
Office Equipments	61.37	58.08
	5,710.03	5,333.71

22. OTHER EXPENSES

₹ in Lacs		
Particulars	March 31, 2025	March 31, 2024
Machining charges	3,723.67	3,823.01
Power & Fuel	9,176.94	8,797.76
Repair & Maintenance	667.12	564.04
Factory Expenses	120.48	132.65
Office Expenses	18.32	24.61
Donation / CSR	297.22	323.25
Subscription / Membership fees	11.19	10.86
Entertainment Expense	7.83	8.85
Fees & Taxes	155.63	69.74
Insurance	332.19	381.97
Legal & Professional Expenses	313.53	336.60
News Paper & Periodicals	0.54	0.29

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

₹ in Lacs

Particulars	March 31, 2025	March 31, 2024
PAYMENT TO AUDITORS		
As Audit Fee	7.50	7.50
For Taxation purpose	0.00	0.00
For any other matters	0.00	0.00
Vehicle Petrol	145.99	142.90
Vehicle Repair	70.49	76.95
Repair of Building	22.32	71.24
Postage & Courier expenses	3.84	0.91
Printing & Stationery	47.08	48.26
Repair & Maintenance of Computer	47.05	41.50
Telephone Expenses	11.83	10.60
Directors sitting fees	14.85	9.15
Travelling Expenses	220.36	221.55
Unrecoverable amount	6.08	0.00
Travelling Expenses Foreign	189.27	179.29
Advertisement expenses	79.40	12.32
Loss on sale of asset	0.00	1.24
Club Fee	1.01	1.07
Water Charges	9.04	0.00
Freight & Cartage outward	1,399.80	1,393.12
Business Promotion Expenses	6.37	5.19
Export Packing & Forwarding expenses	7,322.30	7,232.63
	24,429.24	23,929.05

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

23. EARNINGS PER SHARE

Particulars	March 31, 2025	March 31, 2024
	Amount (₹)	Amount (₹)
Basic and Diluted Earnings Per Share	10,709.49	9,996.40
Net Profit attributable to Equity Shareholders	1,070,949,337	999,640,203
Weighted Average number of Equity Shares outstanding during the year	Nos. 42,930,800	42,930,800
Face Value	₹ 10	10
Basic Earnings Per Share	₹ 24.94	23.28
Diluted Earnings Per Share	₹ 24.94	23.28

24. CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of amended companies Act 2013 the companies having profit of 5CR or more has to spent 2% of their average profits of last 3 years upon specific activity falling within CSR. The CSR Budget for the year 2024-25 of the company was ₹ 27,340,158/- (after adjusting excess spent of previous year). The company has spent ₹ 27,706,247/- on CSR activities during the Financial Year 2024-25 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on March 31, 2025.

25. CONTINGENT LIABILITIES

Particulars	₹ in Lacs	
	2024-25	2023-24
(A) The following are the contingent liabilities during the year		
1. Bank Guarantees	5.00	5.00
2. GST & RCM Liabilities against which the company has preferred appeals.	99.05	75.98
3. Value Added Tax Liabilities	96.59	78.72
4. Income Tax (Asst. Year 2022-23)	0	0.65
(B) Commitments		
Capital Commitments	0	0

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

26. RELATED PARTY DISCLOSURE

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

(a) Related Parties

S. Gursaran Singh – Executive Chairman
S. Jasvinder Singh – Executive Vice-Chairman
S. Ranbir Singh – Managing Director & CEO
S. Maninder Singh – Whole Time Director
S. Kulwin Seehra – Whole Time Director
S. Harwinder Seehra – Whole Time Director
S. Rupinder Singh – Promoter Group
Ashmeet Seehra – Promoter Group
Manjot Seehra – Promoter Group
Rasleen Kaur Pahuja – Promoter Group
Mrs. Loveleen Kaur – Sr. Vice-President (Corporate Affairs)

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

(b) Key Managerial Personnel

Mr. Rakesh Gupta – Chief Financial Officer

Mr. Gaurav Jain – Company Secretary

(c) Wholly owned Subsidiary Company

GNA Axles INC Michigan

GNA Mobility Limited

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

GNA Gears Limited

GNA Drivelines Limited

GNA Transmission (Punjab) Limited

GNA Investment Limited

Amarson Automotive Limited

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

M/s GNA Sons

M/s GNA Duraparts

M/s GNA Autotech

M/s Design 360 Protolab & Consultants

₹ in Lacs

Nature of Transaction	2024-25	2023-24
(a) Remuneration		
S. Gursaran Singh	266.09	239.81
S. Ranbir Singh	303.53	284.93
S. Jasvinder Singh	291.29	281.09
S. Kulwin Seehra	101.43	83.79
S. Harwinder Seehra	101.43	83.79
S. Maninder Singh	93.02	83.90
(b) Remuneration Paid to Key Managerial Personnel		
Mr. Rakesh Gupta	21.93	18.78
Mr. Gaurav Jain	12.39	10.20
(c) Remuneration paid to Director's relatives		
Mrs. Loveleen Kaur	26.99	26.99

27. DETAILS OF BENAMI PROPERTY

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

28. SEGMENT REPORTING

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

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

29. REMUNERATION TO DIRECTORS

Nature of Transaction	2024-25	2023-24
Salary	1,156.79	1,057.33

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

31. FOREIGN EXCHANGE EARNINGS

The company has exported goods during the year FOB value of which is ₹ 76,713.68/-.

32. BORROWING FROM BANKS AND FINANCIAL INSTITUTIONS

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

33. TRADE PAYABLES AGEING SCHEDULE

For the year ending 2024-25

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
MSME	331.32	--	--	--	331.32
Others	18,062.61				18,062.61
Disputed Dues MSME		--	--	--	--
Disputed Dues Others	--	--	--	--	--

For the year ending 2023-24

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
MSME	893.56	--	--	--	893.56
Others	17,261.29				17,261.29
Disputed Dues MSME		--	--	--	--
Disputed Dues Others	--	--	--	--	--

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

34. TRADES RECEIVABLE AGEING SCHEDULE

For the year ending 2024-25

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 Months – 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	54,612.72	8,566.14	463.63	98.40	93.09	63,899.98
Undisputed Trade Receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful.	--	--	--	--	--	--

For the year ending 2023-24

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 Months – 1 Yr.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	51,238.15	5,238.92	557.04	93.08	--	57,127.19
Undisputed Trade Receivables considered doubtful	--	--	--	--	--	--
Disputed						
Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful.	--	--	--	--	--	--

35 LOAN AND ADVANCES TO DIRECTORS/ KMP/ RELATED PARTIES

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

36. TRANSACTION WITH STRUCK OFF COMPANIES

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

37. REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

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

Notes

Forming part of consolidated Financial Statements for the year ended March 31, 2025 (Contd.)

38. AUDITORS REMUNERATION

₹ in Lacs

Sr. no.	Particulars	March 31, 2025	March 31, 2024
1.	Audit Fee	7.5	7.5

39. RATIO ANALYSIS

Sr. no.	Ratio	2024-25	2023-24
1.	Current Ratio	2.49:1	2.16:1
2.	Debt Equity Ratio	0.29:1	0.27:1
3.	Debt Service Coverage Ratio	6.55:1	4.60:1
4.	Return on Equity Ratio	11.90%	12.47%
5.	Inventory Turnover Ratio	7.73 Times	7.72 Times
6.	Trade Receivable Turnover Ratio	2.50 Times	2.63 Times
7.	Trade Payable Turnover Ratio	8.29 Times	7.33 Times
8.	Net Capital Turnover Ratios	2.77 Times	3.31 Times
9.	Net Profit Ratio	7.08%	6.71%
10.	Return on Capital Employed	13.62 %	14.65%

Remarks

(1) Increase in Debt Service Ratio is due to Increase in Profits and Decrease in Repayment of Term loans.

40. Previous Years Figures have been re-grouped/ re-arranged wherever consider necessary.**41.** The comparative financial information of the Company for the year ended. March 31, 2024 included in these Ind AS financial statements, are based on the previously issued statutory financial statements which were audited by the predecessor auditor (M/s Harish & Co.) who expressed an unmodified opinion vide reports dated May 24, 2024.For **G.S. SYAL & CO.****Chartered Accountants (FRN - 000457N)****(GURCHARAN SINGH)****Partner**

M. No. 080075

UDIN: 25080075BMGYMQ9677

Place: Jalandhar

Dated: April 21, 2025

Ranbir Singh**Mg. Director & CEO****Rakesh Kumar****Chief Financial Officer****Kulwin Seehra****Executive Director****Gourav Jain****Company Secretary**

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GNA AXLES LIMITED

If undelivered please return to:

Registered Office

GNA Axles Limited, GNA House
1-C, Chhoti Baradari-II, Garha Road
Jalandhar City - 144 001, Punjab, India.

Corporate Office

GNA Axles Limited, Mehtiana
Dist. Hoshiarpur - 146 001,
Punjab, India.