WONDER

WONDER ELECTRICALS LTD.

ANNUAL REPORT

2025-26

17th

Registered / Corporate Office

Wonder Electricals Limited

45, Ground Floor, Okhla Industrial Estate, Phase-III,
New Delhi-110020 (India).

CIN: L31900DL2009PLC195174

Email: info@wonderelectricals.com

Web site: www.wonderelectricals.com

Tel.: 011-66058952, 011-40451791

WONDER ELECTRICALS LIMITED
SEVENTEENTH ANNUAL REPORT 2025-2026

CORPORATE PROFILE

Board of Directors

Mr. Harsh Kumar Anand	Executive Director- Chairman
Mr. Yogesh Anand	Executive Director- CFO
Mr. Yogesh Sahni	Managing Director
Mr. Karan Anand	Whole Time Director
Mr. Jatin Anand	Whole Time Director
Mr. Siddhant Sahni	Whole Time Director
Mr. Sunil Malhotra	Independent Director
Mr. Atul Mital	Independent Director
Mr. Ankit Tiwari	Independent Director
Mr. Vishal Singh Bhadauria	Independent Director
Ms. Monam Kapoor	Independent Director
Ms. Bhawna Saunkhiya	Independent Director

Key Managerial Personnel

Mr. Yogesh Sahni	Managing Director
Mr. Yogesh Anand	Chief Financial Officer
Mr. Karan Anand	Whole Time Director
Mr. Jatin Anand	Whole Time Director
Mr. Siddhant Sahni	Whole Time Director
Mr. Dhruv Kumar Jha	Company Secretary

Secretarial Auditor
M/s. Rubina Vohra & Associates
Company Secretary

Statutory Auditor
M/s. Tanuj Garg & Associates
Chartered Accountants

Internal Auditor
M/s. Mukul Gupta & Co.
Chartered Accountants

Cost Auditor
M/s. Ajay Kumar Singh & Co.
Cost Accountants

Registrar and Share Transfer Agent
KFin Technologies Limited
301, The Centrium, 3rd Floor, 57,
Lal Bahadur Shastri Road,
Nav Pada, Kurla (West), Mumbai – 400070

Banker
HDFC Bank Limited
Standard Chartered PLC

MANUFACTURING PLANT LOCATIONS

Unit: I
Khasra No. 105-106, Raipur Industrial Area,
Bhagwanpur, Roorkee, Haridwar
Uttarakhand-247667

Unit: II
Plot No. 4, Industrial Park
Kucharam Village,
Manoharabad Mandal, Medak,
Hyderabad, Telangana- 502336

Unit: III
Plot No. 33 Sector 8A, Sidcul,
Haridwar, Uttarakhand-249403

Unit: IV
Plot No. 14 Sector 6A IIE, Sidcul,
Haridwar, Uttarakhand-249407

Registered Office/Corporate Office:
Plot no. 45, Ground Floor, Okhla Industrial Estate, Phase-III
New Delhi-110020 (India)
CIN: L31900DL2009PLC195174
Email: info@wonderelectricals.com ; **Website:** www.wonderelectricals.com
Telephone:011-66058952

Chairman's Message
Harsh Kumar Anand,

Dear Shareholders,

It gives me immense pride and gratitude to present to you the 17th Annual Report of Wonder Electricals Limited for the financial year 2025–26. The year under review has been one of continued resilience, strategic execution, and focused expansion, as we strengthened our core capabilities while laying a strong foundation for the next phase of growth.

As a company operating predominantly under the OEM/ODM business model, our success is built on enabling our customers to succeed. We design, engineer, and manufacture high-quality electrical products, particularly fans, for leading brands that place their trust in our manufacturing capabilities, product quality, engineering expertise and execution. Our position as a trusted manufacturing partner enables us to remain focused on what we do best — innovation, quality, operational excellence and scalable manufacturing.

The Indian electrical and consumer durables industry continues to undergo significant transformation. Rising urbanisation, increasing disposable incomes, greater awareness of energy efficiency, technological advancement and changing consumer preferences are creating new opportunities for organised manufacturers. Against this backdrop, Wonder Electricals Limited continued to strengthen its position as a reliable OEM/ODM partner, while simultaneously expanding its manufacturing capabilities and preparing itself for emerging opportunities in the electrical and electronic products space.

Financial Performance

During the year under review, your Company recorded Revenue from Operations of ₹65,474.96 lakh, as compared to ₹89,450 lakh in the previous financial year.

The Company reported EBITDA of ₹2,612.75 lakh, as compared to ₹3,919.14 lakh in FY 2024–25. Profit Before Tax stood at ₹1,203.83 lakh, as against ₹2,530.17 lakh in the previous year, while Profit After Tax (PAT) stood at ₹911.42 lakh, compared with ₹1,901.72 lakh in FY 2024–25.

Despite the challenging operating environment and moderation in financial performance during the year, the Company remained focused on strengthening its operational efficiencies, maintaining cost discipline and optimising its resources. The Company continues to remain committed to enhancing operational performance, strengthening customer relationships and creating sustainable long-term value for its stakeholders.

Beyond the financial numbers, FY 2025–26 was a year of consolidation, expansion and strategic preparation. We continued to strengthen our manufacturing ecosystem across our strategically located facilities at Roorkee, Haridwar and Hyderabad. These manufacturing capabilities provide us with the necessary scale, geographical reach and operational flexibility to serve customers across different markets while maintaining consistent standards of quality and delivery.

A key focus during the year was the expansion and strengthening of our Haridwar manufacturing ecosystem. Through our subsidiary, Integrated Motion & Control LLP, in which the Company holds a 51% interest, we have taken strategic steps towards establishing manufacturing capabilities for PCB cards and related electronic components, which are expected to support our fan manufacturing operations and other electronic products. This initiative represents an important step towards deeper backward integration, greater control over critical components and enhanced technological capabilities.

We believe that developing capabilities in electronics and PCB manufacturing will provide us with greater flexibility, improve supply-chain resilience and create opportunities to participate more meaningfully in the evolving smart and connected electrical products ecosystem.

Our commitment to technology and operational excellence remained strong throughout the year. We continued to focus on automation, process optimisation, procurement efficiency, production planning and quality enhancement across our manufacturing operations. These initiatives are aimed not only at improving productivity and reducing costs, but also at enabling us to respond faster to changing customer requirements and evolving market trends.

Our OEM/ODM model continues to remain one of our key competitive strengths. By working closely with our customers and their R&D and product teams, we provide customised engineering and manufacturing solutions aligned with their product specifications, brand positioning and market requirements. Our ability to maintain confidentiality, protect customer intellectual property and operate with a zero-brand-conflict approach continues to strengthen our relationships and support repeat business.

The fan industry is witnessing a significant shift towards energy-efficient, technologically advanced and smart products. Consumers are increasingly seeking products that combine performance, aesthetics, energy efficiency and convenience. In response to these evolving requirements, we continue to enhance our engineering and manufacturing capabilities and work closely with our customers to support the development of next-generation products.

During the year, we also remained focused on strengthening our research and development, engineering and supply-chain capabilities. Our objective is to move beyond being merely a manufacturing partner and increasingly position ourselves as a comprehensive product-development and engineering partner for our customers.

Our people remain at the heart of our organisation. Behind every product manufactured at Wonder Electricals is a team committed to precision, quality and excellence. During FY 2025–26, we continued to focus on employee development, training, workplace safety and engagement. As our manufacturing footprint and capabilities expand, we remain committed to building a strong and capable workforce equipped to meet the requirements of a rapidly changing industry.

We also continued to strengthen our leadership and organisational capabilities, recognising that sustainable growth requires not only investments in infrastructure and technology but also investments in people, systems and governance.

Looking ahead, we see significant opportunities arising from the formalisation of the electrical and consumer durables sector, increasing demand for energy-efficient products, growth in smart electrical appliances and the continued outsourcing of manufacturing by established brands. Our strategic priorities will remain centred around capacity expansion, backward integration, product innovation, operational efficiency, customer diversification and disciplined financial management.

We intend to deepen our relationships with existing customers while also pursuing opportunities with new customers and in adjacent product categories. At the same time, we will continue to evaluate opportunities to expand our manufacturing and technological capabilities in a calibrated manner, keeping in mind long-term value creation and prudent capital allocation.

As we enter FY 2026–27, we remain conscious of the challenges that lie ahead. Market volatility, raw material price fluctuations, competitive intensity and evolving consumer preferences will continue to test the resilience of businesses. However, we believe that our strong customer relationships, manufacturing capabilities, engineering expertise, experienced team and focus on operational excellence position us well to navigate these challenges.

At Wonder Electricals Limited, we measure our success not merely by financial performance, but by the trust we earn, the quality we deliver and the long-term value we create for all our stakeholders. Our journey is guided by the principles of integrity, innovation, quality and excellence, and these principles will continue to shape our decisions as we move forward.

The opportunities ahead are significant, and we are confident that the investments and strategic initiatives undertaken during FY 2025–26 will strengthen the Company's foundation for sustainable growth in the years ahead.

On behalf of the Board of Directors, I express my sincere gratitude to our shareholders for their continued trust and confidence in Wonder Electricals Limited. I also extend my appreciation to our customers, employees, suppliers, business partners, financial institutions and all other stakeholders for their continued support.

With your continued trust and support, we look forward to entering the next phase of our journey with greater strength, sharper focus and renewed determination.

Thank you.

Warm regards,
Harsh Kumar Anand
Chairman
Wonder Electricals Limited

Managing Director's Message,
Yogesh Sahni,

Dear Shareholders,

It is an honour and a privilege to present to you the **17th Annual Report of Wonder Electricals Limited**, reflecting another year of progress, resilience, and focused execution. The year under review has been marked by continued growth, operational strengthening, and our unwavering commitment to creating sustainable value for all our stakeholders.

A Year of Continued Growth and Operational Excellence

The financial year **2025–26** has been another important year for Wonder Electricals. Despite a trying business environment and evolving market conditions, we remained focused on disciplined execution, customer-centricity, operational efficiency, and strengthening our manufacturing capabilities.

During the year, the Company evolved with a focus on enhancing capacity, improving productivity, strengthening customer relationships, and expanding our product capabilities. Our performance reflects the confidence and trust that leading brands continue to place in Wonder Electricals as their preferred manufacturing partner.

As an **OEM and ODM focused company**, we remain committed to delivering high-quality, precision-engineered fans and electrical products for leading brands. Our success is built on enabling the success of our customers through quality, reliability, innovation, and consistent execution.

Understanding Market Dynamics

The Indian electrical appliances and fan industry continues to offer significant opportunities, supported by rising disposable incomes, increasing urbanisation, greater consumer awareness, and growing demand for energy-efficient and technologically advanced products.

The industry is witnessing a gradual shift towards organised players, branded products, and energy-efficient solutions. Wonder Electricals is well positioned to benefit from these trends through its strong manufacturing capabilities, established customer relationships, and ability to deliver products across diverse market segments.

At the same time, volatility in raw material prices, competitive intensity, and supply chain challenges continue to remain key areas of focus. We remain committed to addressing these challenges through better cost management, operational agility, technology adoption, and continuous improvement.

Manufacturing Excellence and Scale

Manufacturing excellence continues to remain at the core of our business. With our strategically located manufacturing facilities and modern production infrastructure, we are well positioned to cater to the growing requirement of the market.

During the year, we continued to focus on enhancing productivity, strengthening quality systems, improving manufacturing efficiency and increasing automation. These initiatives are aimed at ensuring consistent quality, optimising costs, and building a scalable manufacturing platform for future growth.

We are also strengthening our capabilities across the value chain, enabling us to provide greater flexibility and faster turnaround to our customers.

Innovation and Future-Readiness

Innovation remains central to our long-term strategy. We continue to strengthen our capabilities in **BLDC, smart and energy-efficient fans**, along with other value-added electrical products, in line with changing customer preferences and evolving regulatory requirements.
Our ODM capabilities are also being enhanced to provide customers with end-to-end support, from product development and prototyping to commercial manufacturing. This approach enables us to build deeper and more strategic relationships with our customers.
Alongside this, we continue to strengthen our and processes to improve operational visibility, decision-making, and customer responsiveness.

People-Driven Culture

Our people remain the foundation of our success. We continue to invest in employee development, training, engagement, and skill enhancement while fostering a culture of accountability, innovation, and continuous improvement.
We remain equally committed to maintaining high standards of health, safety, and employee well-being across our manufacturing facilities and offices.

Sustainability and Governance

We believe that sustainable growth must be supported by responsible business practices. We continue to focus on efficient utilisation of resources, energy optimisation, waste reduction, and responsible manufacturing practices.
Strong governance remains integral to our operations. We are committed to maintaining the highest standards of transparency, accountability, ethical conduct, and regulatory compliance. The Board continues to provide strategic oversight while ensuring that risks are appropriately identified, evaluated, and managed.

Road Ahead
As India’s electrical and consumer appliance sector continues to evolve, we see significant opportunities for long-term growth. Our focus going forward will remain on:

- Expanding our product portfolio across segments and price points
- Deepening customer relationships through customised and innovative solutions

- Improving operational efficiency and profitability through lean manufacturing
- Strengthening our manufacturing and ODM capabilities
- Building a responsible, technology-driven, and future-ready organisation

Our ambition remains clear — to strengthen our position as one of India's leading fan and electrical product manufacturers and to be the most trusted and respected manufacturing partner for the brands we serve.

I would like to express my sincere appreciation to our **employees, customers, suppliers, business partners, and shareholders** for their continued trust and support.

Your confidence inspires us to aim higher and perform better. With your continued support, I am confident that Wonder Electricals Limited will continue to grow, innovate, and create sustainable value for all its stakeholders.

Let us move forward with ambition, resilience, and purpose, creating a stronger and brighter future for Wonder Electricals.

Warm regards,
Yogesh Sahni
Managing Director

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NOTICE TO MEMBERS

NOTICE OF THE 17th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **17th (Seventeenth)** Annual General Meeting ("AGM" / "Meeting") of the Members of **Wonder Electricals Limited** (the "Company") will be held on **Friday, 25th September 2026 at 12:00 Noon (IST)**, through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

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

   To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** the standalone and consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon as circulated to shareholders of the Company, be and are hereby received, considered and adopted."

2. **TO CONFIRM THE INTERIM DIVIDEND OF RS. 0.10/- (10%) PER EQUITY SHARE, ALREADY PAID DURING THE FINANCIAL YEAR 2025-26**

   To consider and if thought fit, to pass with or without modification(s) the following resolutions as an **Ordinary Resolution:**

   "**RESOLVED THAT** the interim dividend of ₹0.10/- (10%) per equity share of face value ₹1/- each, already paid during the financial year 2025-26, be and is hereby noted and confirmed."

3. **TO APPOINTMENT OF MR. SIDDHANT SAHNI (DIN:07508004), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT**

   To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Siddhant Sahni (DIN: 07508004) who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. **TO APPOINTMENT OF KARAN ANAND (05253410), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT**

   To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Karan Anand (05253410) who retires by rotation at this Annual

General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

5. **TO RATIFY THE REMUNERATION PAYABLE TO COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON MARCH 31, 2027**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, the remuneration payable to M/s. Ajay Kumar Singh & Co., Cost Accountants (Firm Registration Number 000386), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2027 amounting to Rs. 40,000/- (Rupees Forty thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses) be and is hereby ratified and confirmed;

RESOLVED FURTHER THAT Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, appropriate, expedient or desirable for the purpose of giving effect to above resolution and for matters connected therewith or incidental thereto"

By order of the Board
For **Wonder Electricals Limited**

Sd/-
Dhruv Kumar Jha
Company Secretary & Compliance Officer
Membership No. A70626

Registered Office:
45, Ground Floor, Okhla Industrial Estate,
Phase-III, New Delhi-110020
CIN: L31900DL2009PLC195174

Date: 12.08.2026
Place: New Delhi

NOTES:

1. The Ministry of Corporate Affairs ("MCA"), vide its General circular nos. 14/2020 dated 8th April, 2020,17/2020 dated 13th April 2020, 09/2024 dated 19th September 2024 and 03/2025 dated 22nd September 2025 (collectively "MCA Circulars") and read with various circulars issued by SEBI, have permitted companies to conduct AGM through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"), subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the 17th Annual General Meeting ("AGM") of the Members of the Company is being convened and conducted through VC. The Registered Office of the Company shall be deemed to be the venue for the AGM.

2. For convenience of the members and proper conduct of AGM, members can login and join at least 20 minutes before the time scheduled for the AGM and the meeting link shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC/OAVM will be made available for Shareholders on *'first come first serve'* basis. This will not include large Shareholders (i.e., Shareholders holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.

3. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013

4. The Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013, Secretarial Standard-2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) in respect of the Special Business, specified in item nos. 5 of the accompanying Notice is annexed hereto.

5. Brief resume of the Directors proposed to be reappointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership/chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other requisite information as per Clause 1.2.5 of Secretarial Standard-2 on General Meetings, are provided in **Annexure-1**.

6. Since the AGM is being held pursuant to the Circulars issued by the Ministry of Corporate Affairs through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint a proxy by a member will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their vote through remote e-voting.

7. However, in terms of the provisions of section 112 and 113 of the Act read with the said Circulars, Corporate Shareholders are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM on their behalf and participate there at, including cast votes by electronic means (details of which are provided separately, herein below). Such Corporate Shareholders are requested to refer 'General Guidelines for Shareholders' provided in the notice below, for more information.

8. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is providing facility of remote e-Voting to its Shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.

9. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained as per the Companies Act, 2013 will be available for electronic inspection by the Shareholders during the AGM without any fee. Shareholders seeking to inspect such documents may send an email to cs@wonderelectricals.com.

10. SUBMISSION OF QUESTIONS / QUERIES PRIOR TO AGM: Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered Email ID mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cs@wonderelectricals.com from **Thursday 17th September 2026 (from 9.00 a.m.) to Saturday, 19th September 2026 (up to 5.00 p.m.).** Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

11. The Shareholders, who do not wish to speak during the AGM but have queries may send their queries or seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **19th September 2026**, through E-mail mentioning their name, demat account number/folio number, email id, mobile number at cs@wonderelectricals.com. The same will be replied by the Company suitably.

12. In line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 17thAGM of the Company inter alia indicating the process and manner of e-voting is being sent only **through electronic mode**, to all those Shareholders whose Email IDs are registered with the Company/Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

13. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars issued by MCA and said SEBI Circular, the Annual Report including Notice of the 17th AGM of the Company will also be available on the website of the Company at www.wonderelectricals.com. The same can also be accessed from the website of both the Stock Exchanges i.e., BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and AGM notice is also available on the website of NSDL (agency providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, Email ID, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants in case the shares are held by them in dematerialized form.

15. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better services to the Shareholders.

16. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Shareholders holding shares in dematerialised form are requested to submit the said details to their Depository Participant(s).

❖ **Voting through electronic means**

- There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. In accordance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed **Friday, 18th September 2026** as the **"cut-off date"** to determine the eligibility to vote by remote e-voting or e-voting at the AGM. A person whose name is recorded in the Register of Shareholders or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e., **Friday, 18th September 2026**, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM.

- Only those Shareholders, who will be present at the AGM through VC/OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.

- Further, pursuant to SEBI Circular dated 9th December, 2020, to eradicate the hardship caused to the Shareholders of remembering login credentials of various e-voting service providers (ESPs), the SEBI has mandated to provide the facility of using single login credentials with various ESPs. This means Shareholders can avail the e-voting facility of various ESPs through their single login credentials, this will help in non-creation of login credentials again and again.

- The Board has appointed Ms. Rubina Vohra, Proprietor of M/s. Rubina Vohra & Associates, Company Secretaries, as the Scrutiniser to scrutinise the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

- The Scrutiniser shall, after the conclusion of e-voting at the AGM, first count the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. She shall submit a Consolidated Scrutiniser's Report of the total votes cast in favour or against, within 2 working days from the conclusion of the AGM, to the Chairman or a person authorised by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

- The results declared along with the Scrutiniser's Report shall be communicated to the stock exchanges on which the Company's shares are listed, NSDL, and RTA and will also be placed on the Company's website www.wonderelectricals.com

- The remote e-voting period begins on **Tuesday, 22nd September, 2026 at 9.00 a.m. and ends on Thursday, 24th September, 2026 at 5.00 p.m.** and the remote e-voting module shall be disabled by NSDL for voting thereafter. once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

❖ **How do I vote electronically using NSDL e-voting system?**

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

Step 1: Access to NSDL e-Voting system

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

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

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

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

Type of Shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for Shareholders other than Individual Shareholders holding securities in demat mode.

<u>How to Log-in to NSDL e-Voting website?</u>

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

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders/Member’ section.

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

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

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL)	**Your User ID is:**
a) For Shareholders who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Shareholders who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************

5. Password details for Shareholders other than Individual Shareholders are given below:

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

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

    c) How to retrieve your 'initial password'?

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

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

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

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

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

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

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

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

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

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

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

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

General Guidelines for Shareholders

1. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rrassociatenoida@gmail.com with a copy marked to evoting@nsdl.co.in.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in

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

1. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@wonderelectricals.com. If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e., **Login method for e-Voting for Individual Shareholders holding securities in demat mode**.

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

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

❖ **INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ON THE DAY OF THE AGM:**

- ❖ The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

- ❖ Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.

- ❖ Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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

❖ **Other Information**

i.) In case of any queries with respect to remote e-voting or e-voting at the AGM, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on Toll free no.: 1800-222-990 or can contact NSDL on evoting@nsdl.co.in.

ii.) Those persons, who have acquired shares and have become Shareholders of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Shareholders or Register of beneficial holders as on the cut-off date i.e., **Friday, 18th September, 2026** shall view the Notice of the 17th AGM on the Company's website or on the website of NSDL.

iii.) Such persons may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the AGM.

iv.) Voting rights of the Shareholders shall be in proportion to their shares in the paid- up equity share capital of the Company as on the cut-off date i.e., **Friday, 18th September, 2026** A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

v.) Every Client ID No./Folio No. will have one vote, irrespective of number of joint holders.

❖ **INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AS UNDER:**

Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Shareholders may access by following the steps mentioned above for Access to **NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under **"Join General Meeting menu".**

i. The link for VC/OAVM will be available in "Shareholders/Shareholders" login where the EVEN of Company will be displayed.

ii. Shareholders who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned hereinabove in the Notice, to avoid last minute rush.

iii. Please note that Shareholders connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches. Shareholders are also encouraged to join the Meeting through Laptops for better experience. Further, Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance in the meeting.

STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING AND RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5

The Board of Directors on the recommendation of Audit Committee, appointed **Mr. Ajay Kumar Singh & Co, Cost Accountant in Practice (Firm Registration No.- 000386)**, as the Cost Auditor of the Company for conducting the audit of the cost records of the Company for the financial year 2026-27, at a remuneration of Rs. 40,000/-(Forty Thousand only) excluding tax and out of pocket expenses which shall be reimbursed to him on actual basis.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors, requires ratification by the shareholders of the Company.

Accordingly, the shareholders are requested to ratify the remuneration of the Cost Auditor for the financial year 2026-27 as set out above for the aforesaid services to be rendered by him.

None of the Directors and Key Managerial Personnel and their relatives, are in any way, financially or otherwise, concerned or interested financially or otherwise, in the passing of the resolution set out at **Item No. 5 of the Notice.**

The Board of Directors of the Company recommends the resolution set forth at **Item no. 5** of the accompanying Notice, for the approval of the shareholders as an **Ordinary Resolution.**

By order of the Board
For Wonder Electricals Limited

Sd/-
Dhruv Kumar Jha
Company Secretary & Compliance Officer
Membership No. A70626

Date: 12.08.2026
Place: New Delhi

ANNEXURE-1

Details of Director(s) seeking Appointment/re-appointment in the ensuing Annual General meeting in terms of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on general meetings (SS-2).

Name of the Director	**Mr. Karan Anand**	**Mr. Siddhant Sahni**
Director Identification Number	05253410	07508004
Category	Whole Time Director	Whole Time Director
Date of Birth	06.10.1984	12.12.1987
Age	40 years	37 years
Nationality	Indian	Indian
Date of First Appointment on the Board	12/05/2016	12/05/2016
Relationship with Directors and KMPs	Son of Harsh Kumar Anand, Promoter & Director of the Company	Son of Mr. Yogesh Sahni Promoter & Director of the Company
Qualifications	He is B.E. (C.S.) and Master of Business Administration.	He is Bachelor in Business Administration.
Expertise in specific functional area	He is having more than 17 years' experience in the field of Manufacturing of electric ceiling fans, exhaust Fans and plastic fans as well as the components associated with manufacturing of these fans. He has been on the board of Company since 12th May, 2016.	He brings over 15 years of extensive experience in the consumer electronics and home appliances industry, with a specialized focus on the ceiling fans and Exhaust Fans sector. A strategic vision, operational excellence, and a relentless commitment to innovation and growth define his leadership journey. He has been on the board of the Company since 12th May 2016.
Details of Board Meetings attended by the Directors during the year	He attended 4 out of 4 Board Meeting during the FY 25-26.	He attended 4 out of 4 Board Meeting during the FY 25-26.
Terms and Conditions of appointment/re-appointment along with remuneration.	As per resolution no. 3 of the Notice of this meeting	As per resolution no. 4 of the Notice of this meeting
Membership of Committees of the company	SRC Committee	SRC Committee CSR Committee
List of Directorships held in other Listed Companies	Nil	Nil
Membership/Chairmanship of Committees across other Public Companies	Nil	Nil
Shareholding in the company	8,19,600 - 6.12 %	9,85,000 - 7.35%

INFORMATION AT A GLANCE

Particulars	Details
Mode	Video conference and other audio-visual means
Time and date of AGM	12:00 Noon 25th September,2026
Participation through video-conferencing	https://www.evoting.nsdl.com/
Helpline number for VC participation	1800-222-990
Cut-off date for e-voting	18th September,2026
E-voting start time and date	22nd September,2026 09:00 AM
E-voting end time and date	24th September,2026 05:00 PM
E-voting website of NSDL	https://www.evoting.nsdl.com/
Name, address and contact details of e-voting service provider	Contact person: Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited (NSDL) 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in / pallavid@nsdl.co.in, Tel: 91 22 2499 4545/ 1800-222-990
Name, address and contact details of Registrar and Transfer Agent	Contact person: Mr. Anil Dalvi Manager - RIS Corporate Registry KFin Technologies Limited, 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400070, Email id: dalvianil.shantaram@kfintech.com einward.ris@kfintech.com Contact number: +91 40 6716 1510

DIRECTOR'S REPORT

The Directors are pleased to present the Seventeenth (17th) Annual Report of Wonder Electricals Limited ("the Company") along with the Audited Financial Statements for the financial year ended March 31, 2026.

FINANCIAL PERFORMANCE

The audited standalone and consolidated financial statements of the Company for the Financial Year ended on March 31, 2026, prepared in accordance with the relevant applicable Indian Accounting Standards (Ind-AS) notified under section 133 of the Companies Act, 2013 (the 'Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014.during the Financial Year under review is summarized as follows:

(Amount: Rs. in Lakhs)

Particulars	**Standalone**		**Consolidated**	
	2025-26	**2024-25**	**2025-26**	**2024-25**
Revenue from Operations	65,474.96	89,450.12	65,474.96	89,450.12
Other Income	6.04	42.72	6.04	42.72
Total Revenue	**65,481.00**	**89,452.84**	**65,481.00**	**89,452.84**
Earnings Before Interest, Taxes, Depreciation and Amortization Expense **(EBITDA)**	2612.75	3,919.14	2612.75	3,919.14
Finance Cost	864.24	677.90	864.24	677.90
Depreciation & Amortization Expenses	777.34	711.07	777.34	711.07
Profit before Tax	**1203.83**	**2,530.17**	**1203.83**	**2,530.17**
Tax Expenses:				
a) Current year	316.75	649.57	316.75	649.57
b) Deferred Tax (Asset)/Liabilities	(24.33)	(21.12)	(24.33)	(21.12)
Profit after Tax	**911.42**	**1,901.72**	**911.42**	**1,901.72**
Basic EPS (Rs.)	**0.68**	**1.42**	**0.68**	**1.42**
Diluted EPS (Rs.)	**0.68**	**1.42**	**0.68**	**1.42**

**Previous year figures have been regrouped / re-arranged wherever necessary.*

STATE OF COMPANY'S AFFAIRS/OPERATIONS

We manufacture and supply a wide range of ceiling, exhaust, pedestal, TPW and BLDC fans in various attractive designs and patterns, which are known for their high performance and low power consumption in the market. Our range of fans is available in different designs, colors and has superior gloss finishes that add grace to the decor of the surroundings. We also manufacture these fans as per specification of our clients which include well-known companies which are selling under their own brands in India.

We are a fully integrated end-to-end product and solution suite to the original sellers of the fans wherein we provide start-to-end solutions for fan sellers including sourcing, manufacturing, quality testing and packaging.

In line with our focus to provide end to end product solutions, we have done backward integration of our major manufacturing processes by developing in-house capabilities for blade fabrication, cover & rotor machining on automatic CNC machines, copper winding of stators, sanding, buffing, pre-treatment using nano technology, powder coating on a fully conveyorized & automatic paint-shop using robotic arm reciprocators, liquid painting for high end metallic finishes on a fully conveyorized, semi-automatic paint-shop and assembly. We believe that this improves our cost efficiency, reduces dependency on third party suppliers and gives better control on production time and quality of critical components used in manufacturing the products.

At present, the Company is operating with Four (4) plants at locations as mentioned in Corporate Governance Report.

- **Operation results**

Your Company recorded total revenue Rs. 65,474.96 Lakhs for the Financial Year ended March 31, 2026, as compared to Rs. 89452.84 Lakhs for the previous Financial Year. The Profit After Tax (PAT) Rs. 911.42 Lakhs for the Financial Year ended March 31,2026 and Rs. 1901.72 Lakhs was in the previous Financial Year.

The Financial statements of the Company for the financial year 2025-26 are prepared in compliance with applicable provisions of the Companies Act, 2013, Indian Accounting Standards ("Ind AS") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI (LODR) Regulations, 2015") which form part of this Annual Report.

COMPANY BACKGROUND

Wonder Electricals Limited (Corporate Identification Number: L31900DL2009PLC195174) was originally incorporated as Wonder Fibromats Private Limited under the Companies Act, 1956 on October 13, 2009.

Subsequently, the Company was converted into a Public Limited Company and its name was changed to Wonder Fibromats Limited. A fresh Certificate of Incorporation reflecting the change was issued by the Registrar of Companies, Delhi on July 5, 2018.

Thereafter, the Company made its Initial Public Offering (IPO), and its equity shares were listed on the EMERGE platform of the National Stock Exchange of India Limited (NSE) on August 6, 2019. Following consistent growth and compliance, the securities of the Company were migrated from the SME EMERGE platform to the Main Board of NSE and BSE Limited, with effect from January 17, 2022.

To better reflect the evolving nature of its business, the Company changed its name from *Wonder Fibromats Limited* to Wonder Electricals Limited, effective from December 14, 2022, after receiving necessary regulatory approvals. The ISIN of the Company is INE02WG01024.

Wonder Electricals Limited is engaged in the manufacturing and supply of high-quality electrical products and components, catering to a diverse range of industrial and consumer needs. With a growing footprint across India and a strong commitment to innovation, the Company continues to strengthen its position in the electrical goods industry.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return for the financial year 2025-26, is placed on the Company's website and can be accessed at, https://www.wonderelectricals.com/annual-general-meeting-eogm/.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR

During the year, Board of Directors of your Company met Four (04) times detailed information, which are given in the Corporate Governance Report which forms part of this Annual Report. The Company is in compliance with the Secretarial Standards prescribed by the Institute of Company Secretaries of India for the Board meetings.

DETAILS IN RESPECT OF FRAUD:

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees under section 143(12) of the Companies Act, 2013. (Explanation or comment by the Board on every qualification, reservation, adverse remark or disclaimer made by the statutory auditor in his report and/or by the secretarial auditor in the secretarial Audit Report).

BOARD'S COMMENT ON THE AUDITORS' REPORT:

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

DIVIDEND

During the financial year 2025–26, the Board of Directors ('the Board') of the Company, at its meeting held on February 11, 2026, declared an interim dividend of ₹0.10/- per equity share (10%) on the face value of ₹1/- each. The said interim dividend was paid to those shareholders whose names appeared in the Register of Members and as beneficial owners as per details received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on the **Record Date of Friday, February 20, 2026**.

The interim dividend was disbursed within the prescribed time limit as stipulated under the provisions of the Companies Act, 2013 and other applicable laws.

TRANSFER TO RESERVES

During the year, the Company has not apportioned any amount to other reserve. The profit earned during the year has been carried to the balance sheet of the company.

UNCLAIMED DIVIDEND AND INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

The Company declared dividend(s) for the first time during the financial year 2023-24, including both interim and final dividends. As on the date of this report, a small amount of dividend remains unpaid/unclaimed due to reasons such as non-updation of bank account details or other technical issues. The Company is actively taking necessary steps to reach out to the concerned shareholders to facilitate the payment of the unpaid dividend.

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, any unclaimed dividend remaining unpaid for a period of seven consecutive years is required to be transferred to the Investor Education and Protection Fund (IEPF).

Since the Company started declaring dividends from FY 2023-24, there is currently no amount of dividend or shares due for transfer to the IEPF during the year under review.

CHANGE IN NATURE OF BUSINESS:

During the year, your Company has not changed its business or object and continues to be in the same line of business as per main objects of the Company.

SHARE CAPITAL

During the year under review, there was no change in the Authorised Share Capital of the Company. As on March 31, 2026, the paid-up share capital of the Company stood at ₹13,40,08,000/- (Rupees Thirteen Crore Forty Lakh Eight Thousand only) divided into 13,40,08,000 equity shares of ₹1/- each, fully paid-up. Further, the Company had 19,92,665 Non-Convertible Redeemable Preference Shares (NCRPS) of ₹100/- each, fully paid-up, as on March 31, 2026.

- There was **no reduction of share capital**, **buyback of shares**, or any **capital restructuring** activity during the year, except for the aforementioned sub-division.
- The Company has **not issued any equity shares with differential rights** as to dividend, voting or otherwise.
- The Company has **not issued any sweat equity shares** to its directors or employees.
- The Company does **not have any Employee Stock Option Scheme** (ESOP) for its directors or employees.

SHARE REGISTRAR & TRANSFER AGENT (R&T)

M/s. KFin Technologies Limited (Formerly KFin Technologies Private Limited) is the R&T Agent of the Company. Their contact details are mentioned in the Report on Corporate Governance.

As on the day of Report entire holdings of the Members are in dematerialized form.

LISTING WITH STOCK EXCHANGES

Equity Shares of your Company are presently listed at BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). Annual Listing Fees for the Financial Year 2026-27 have been duly paid to the concerned Stock Exchanges, where Company's equity shares are Listed.

HOLDING, SUBSIDIARY, ASSOCIATE OR JOINT VENTURE COMPANIES

During the financial year, the Company incorporated **Integrated Motion & Control LLP**, in which the Company holds a 51% stake. Accordingly, the LLP became a subsidiary of the Company. As on March 31, 2026, the Company had one subsidiary, namely Integrated Motion & Control LLP.

The said LLP had not commenced its business operations up to March 31, 2026. Consequently, it did not have any material business operations or financial impact during the year, and the criteria for a material subsidiary were not attracted. The consolidated financial statements have been prepared solely to comply with the applicable provisions of the Companies Act, 2013, the applicable Accounting Standards, and other statutory requirements.

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

A. Composition of the Board of Directors

As on March 31, 2026, the Board of Directors of the Company comprised of Twelve (12) Directors, with Six (6) Executive and Six (6) Non-Executive Directors, which includes Six Independent Directors.

During the year, there was change in the composition of the Board of Directors of your Company as given below:

- **Appointment:**

  Mr. Atul Mital (DIN:01391029) was appointed as an Additional Independent Director of the Company by the Board at its meeting held on **February 11, 2026**, based on the recommendation of the Nomination and Remuneration Committee. He shall hold office for a term of five (5) consecutive years with effect from the said date, subject to approval of the shareholders. Further shareholders were approved of his appointment as an independent director through postal ballot evoting on March 19,2026. Mr. Mital is holding bachelor's degree in science from University of Delhi. He has more than 25 years in the field of Manufacturing of electricals Products, General Management, Human Resource Management and other corporate related matters.

- **Cessation:**

  Mr. Jugal Kishore Chugh ceased to hold the office of Independent Director of the Company with effect from January 3, 2026, due to his demise.

- **Retired by Rotation:**

  Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, **Mr. Karan Anand** (DIN: 05253410) and **Mr. Siddhant Sahni** (DIN: 07508004), Executive Directors, retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

B. Details of Key Managerial Personnel

Pursuant to the provisions of Section 2(51) and Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on **March 31, 2026**, were as follows:

- **Mr. Yogesh Sahni** – Managing Director
- **Mr. Yogesh Anand** – Chief Financial Officer
- **Mr. Karan Anand** – Whole-Time Director
- **Mr. Jatin Anand** – Whole-Time Director
- **Mr. Siddhant Sahni** – Whole-Time Director
- **Mr. Dhruv Kumar Jha** – Company Secretary

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from each independent director under Section 149(7) of the Companies Act, 2013. The Board after assessing their disclosures confirms that all the Independent Directors of the Company that they meet with the criteria of independence as prescribed under Subsection (6) of Section 149 of the Companies Act, 2013 alongwith in compliance in Rule 6(1) and (3) of Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended from time to time and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and there has been no change in the circumstances which may affect their status as independent director during the year and they have complied with the code of conduct for Independent Directors prescribed in Schedule IV of the Companies Act, 2013.

Further, all the Independent Directors of the Company have registered in the Independent Director Data Bank. A separate meeting of Independent Directors was held on 26th March 2026 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at https://www.wonderelectricals.com/policies-and-code-of-conduct/ .

FORMAL EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES OF THE BOARD AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013 read with the rules thereof and the SEBI (LODR) Regulations, 2015, the Board has carried out the evaluation of annual performance of its own, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, obligations and governance.

In pursuant to Regulation 17(10) of the SEBI (LODR) Regulations, 2015, the evaluation of Independent Directors was done by the entire Board of Directors which includes:

I. Performance of the Directors and
II. Fulfillment of the Independence criteria as specified in the regulations and their independence from the management.

The manner in which the evaluation was carried out is provided in the Corporate Governance Report, which is part of this Annual Report.

The Board and Committee evaluation policy of the company is incorporated on the website of the Company https://www.wonderelectricals.com/policies-and-code-of-conduct/.

BOARD COMMITTEES

In compliance with the requirement of applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'SEBI (LODR) Regulations, 2015') and as part of the best governance practice, the Company has constituted following Committees of the Board as on 31st March 2026:

- **Audit Committee**
- **Stakeholders Relationship Committee**
- **Nomination and Remuneration Committee**
- **Corporate Social Responsibility (CSR) Committee**
- **Banking Finance and Operational Committee**

Details of the composition of the Board and its Committees and of the meetings held, attendance of the Directors at such meetings and other relevant details are provided in the Corporate Governance Report.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter alongwith necessary documents, reports and internal policies to enable them to familiarize with the Company's Procedures and practices. The Company has through presentations at regular intervals, familiarized and updated the Independent Directors with the strategy, operations and functions of the Company and Electricals Industry as a Whole and business model. The details of such familiarization programmes imparted to Independent Directors can be accessed on the website of the Company at www.wonderelectricals.com

NOMINATION AND REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee, formulated a policy on appointment and remuneration of Directors, Key Managerial personnel and Senior Management personnel. The Nomination and Remuneration Policy is outlined in the Corporate Governance Report which is a Part of this Report. The detailed Policy is placed on the website of the Company at www.wonderelectricals.com.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability and according to the information and explanations obtained by them, confirm that:

a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for that period;

c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) They have prepared the annual accounts on a going concern basis;

e) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;

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

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/ COURTS/TRIBUNAL

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

CREDIT RATING

During the year, the Company has not issued any debt instruments or any fixed deposit program or any scheme or proposal involving mobilization of funds whether in India or abroad and as such the requirement of obtaining a credit rating was not applicable to the Company.

Further, CRISIL Limited has reaffirmed its rating on the long-term bank facilities of the Companies as CRISIL BBB/Stable.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year your Company has not given any loans, provided any guarantees / security that are covered under the provisions of Section 186 of the Act.

Further, During the financial year, the Company incorporated Integrated Motion & Control LLP, in which the Company holds a 51% stake. Accordingly, LLP became a subsidiary of the Company.

AUDITORS

- **Statutory Auditors**

M/s **Tanuj Garg & Associates**, Chartered Accountants (Firm Registration No. 013843C), were appointed as the Statutory Auditors of the Company for a first term of five (5) consecutive years by the shareholders at the 15th Annual General Meeting (AGM) of the Company held on September 24, 2024**.**They will hold office from the conclusion of the 15th AGM until the conclusion of the 20th Annual General Meeting**,** to be held in the year 2029, as per the provisions of the Companies Act, 2013.

The Statutory Auditors have confirmed that they are eligible to continue as Auditors of the Company and have not been disqualified in any manner under Section 141 of the Companies Act, 2013, and the rules made thereunder.

The notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The report given by the Statutory Auditors on the financial statements of the Company is a part of this Annual Report. There were no qualifications, reservations, or adverse remark or Disclaimer given by the Statutory Auditors in their Report.

Reporting of fraud by Auditors:

There has been no fraud reported by the Auditors of the Company to the Audit Committee or the Board of Directors under sub-section (12) of section 143 of the Companies Act, 2013 during the financial year under review.

- **Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Act, read with the rules made thereunder and Regulation 24A of SEBI (LODR) Regulations, 2015, the Board of Directors at its meeting held on 12th August 2025 had re-appointed M/s. Rubina Vohra & Associates, Practising Company Secretary, as Secretarial Auditors of the Company for a term of 5 (five) years to hold office from Financial Year 2025-26 to 2029-30. The Company had received necessary documents/certificates from the Secretarial Auditors including consent, eligibility certificate, non-disqualification certificate, peer reviewed certificate, etc. The above appointment was duly approved by the Members at the 16th Annual General Meeting of the Company held on 24th September 2025.

The Secretarial Auditors have submitted their report for the Financial Year 2025-26, confirming compliance by the Company of all the provisions of applicable corporate laws. The Secretarial Audit Report for the Financial Year 2025-26 is annexed as **Annexure-B** which forms part of this report. The Board has duly examined the Secretarial Auditors' Report for the Financial Year 2025-26, which is self-explanatory.

- **Cost Records and Cost Auditor**

  Your Company is required to maintain cost accounting records as specified under Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and have them audited every year and accordingly, such accounts and records are made and maintained in the prescribed manner.

  The Board of Directors at its meeting held on 12th August,2026, based on the recommendation of the Audit Committee and pursuant to the provisions of Section 148 of the Act read with the Companies (Management and Remuneration Personnel) Rules, 2014, has re-appointed **M/s. Ajay Kumar Singh & Co., Cost Accountants having FRN: 000386**, as the Cost Auditors of your Company for the financial year 2026-27.

  The remuneration payable to the Cost Auditors is required to be placed before the members in the general meeting for its ratification. Accordingly, a resolution seeking members' ratification for the remuneration payable to M/s. Ajay Kumar Singh & Co.,

  Cost Accountants is included in Item No.5 of the Notice of the ensuing 17th Annual General Meeting.

- **Internal Auditors**

  As per the requirements of Section 138 of the Companies Act, 2013 **M/s. Mukul Gupta & Co., Chartered Accountants having FRN: 030326N**, conducted Internal Audit of the Company for Financial Year 2025-26.

  The Board of Directors at its meeting held on 12th August,2026, based on the recommendation of the Audit Committee and pursuant to the provisions of section 138 of the Act read with the Companies (Accounts) Rules, 2014, has re-appointed **M/s. Mukul Gupta & Co., Chartered Accountants** having FRN: 030326N, as the Internal Auditors of your Company for the Financial year 2026-27. The Internal Auditor conducts the internal audit of the functions and operations of the Company and reports to the Audit Committee and Board from time to time.

PUBLIC DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 and 74 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 and accordingly, no disclosure or reporting is required in respect of details relating to deposits.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All related party transactions which were entered during the Financial Year were in the ordinary course of business and at arm's length basis. During the year under review, there were no materially significant related party transactions entered by the Company with the Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interests of the Company.

A statement with respect to all related party transactions was presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

During the Financial Year 2025-26, the Company did not enter into any material related party transaction within the meaning of Section 188 of the Companies Act, 2013 read with the applicable rules and applicable regulation of SEBI LODR. Accordingly, the provisions relating to disclosure of particulars of contracts or arrangements with related parties in Form AOC-2 are not applicable to the Company for the Financial Year 2025-26.

The details of related party transactions entered into during the Financial Year 2025-26, as required under the applicable provisions of the Companies Act, 2013 and the rules made thereunder, are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

The Company formulated a policy on Related Party Transactions (RPTs) in accordance with the Act and the SEBI Listing Regulations including any amendments thereto for identifying, reviewing approving and monitoring of RPTs. The said policy has been revised in line with the amendment in SEBI Listing Regulations and the same is available on the Company's website at https://www.wonderelectricals.com/policies-and-code-of-conduct/.

PARTICULARS OF EMPLOYEES AND REMUNERATION

Disclosures pertaining to remuneration and other details are required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is forming part of the Directors' Report for the year ended March 31, 2026 and is annexed to this Report and marked as **Annexure- D**.

During the financial year 2025-26, no employee, whether employed for whole or part of the year, was drawing remuneration exceeding the limits mentioned under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence, the particulars required to be reported under Rule 5(2) and Rule 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 not required to be submitted.

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

Except as disclosed in the Report, there have been no material changes and commitments affecting the financial position of the Company which have occurred between the March 31, 2026 and the date of this Boards' Report.

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

A. CONSERVATION OF ENERGY

Your Company strives cautiously to conserve energy by adopting innovative measures to change to eco-friendly and cheaper fuels, reducing wastage and optimizing consumption. The company has made capital investment on energy conservation equipment during the year under review.

B. RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION

Your Company's research and development team of the Company comprises of some of the finest designers and senior craftsman. The Company has been instrumental in developing and introducing several widely acclaimed fans designs. The Company has also developed several new systems, procedures and techniques in fans manufacturing such as BLDC

motors. The company continues to adopt and use the latest technologies to improve the productivity and quality of its products.

In case of imported technology (imported during the last three years reckoned from the beginning of the financial year:

- The details of technologies imported. – **Nil**
- The year of import – **NA**
- Whether the technology been fully absorbed. – **NA**
- If not fully absorbed, areas where absorption has not taken place, and the reasons thereof – **NA**

C. FOREIGN EXCHANGE EARNING AND OUTGO

- The details of Foreign Exchange earnings and outgo are furnished below.

Sl.no.	**Particulars**	**2025-26**	**2024-25**
a)	Foreign Exchange Earnings	Nil	Nil
b)	Foreign Exchange Outgo	2,29,516/-	Nil

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is set out in this Annual Report as **Annexure - C**.

CORPORATE GOVERNANCE

The Company was listed on the main board of the NSE & BSE. In line with the Company's commitment to good Corporate Governance Practices, your Company has complied with all the mandatory provisions of the SEBI (LODR) Regulations, 2015.

A separate report on Corporate Governance and Certificate from the Practicing Company Secretary regarding compliance of condition of corporate governance, as stipulated under SEBI (LODR) Regulations, 2015 is forming a part of this Annual Report. A Certificate of the MD and CFO of the Company in terms of the SEBI (LODR)

Regulations, 2015, inter-alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee, is also annexed to report on Corporate Governance.

POLICY MATTERS

- **Nomination Remuneration and Evaluation Policy**

  The Board has, on the recommendation of the Nomination & Remuneration Committee, formulated a policy on appointment and remuneration of Directors, Key Managerial personnel and Senior Management personnel. The Nomination and Remuneration Policy is outlined in the Corporate Governance Report which is a Part of this Report. The detailed Policy is placed on the website of the Company at https://www.wonderelectricals.com/policies-and-code-of-conduct/ .

- **Vigil Mechanism / Whistle Blower Policy**

  The Company has established a whistle blower policy / vigil mechanism in compliance with the provision of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the SEBI (LODR) Regulations, 2015 for the genuine concerns expressed by the employees and Directors about the unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The Company provides adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the

  Chairman of the Audit Committee on reporting issues concerning the interests of employees and the Company.

  During the year under review, the Company has not received any instances of genuine concerns from Directors or employees. The policy is in line with the provisions of the Act and the Listing Regulations is available on the website of the Company at https://www.wonderelectricals.com/policies-and-code-of-conduct/.

- **Corporate Social Responsibility Policy**

  In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility (CSR) Committee and framed a CSR policy which details the programs / activities that can be carried out under various program heads. CSR policy of the Company is available on the website. at https://www.wonderelectricals.com/policies-and-code-of-conduct/.

  The Company's CSR activities are focused on addressing critical social, environmental and economic needs of the underprivileged and downtrodden sections of the society. During the year, Company carried out several initiatives under the CSR program, directly. The Annual report on CSR activities is attached as **Annexure-A** forming part of this report.

- **Code of Conduct for Prevention of Insider Trading**

  In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, Wonder Electricals Limited is having the Code of Conduct to Regulate, Monitor and Report Trading by Insiders. The Company has also adopted and revised its Code in accordance with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019.The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the shares of the company at the time when there is unpublished price sensitive information. The said Code is available on the website of the Company at https://www.wonderelectricals.com/policies-and-code-of-conduct/.

INTERNAL CONTROL

The Company has internal control system commensurate with the size of the Company. Adequate procedures are set out for detecting and preventing frauds and for protecting the Company's assets. The head of Internal Audit Team reports to the Chairman of the Audit Committee for the purpose of maintaining independence and Internal Audit Reports are placed before the Audit Committee together with statement of significant audit observation and the suggested corrective action followed by a report on action taken thereon. Further the Company has adequate internal financial control with respect to the financial statements.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE [“POSH”]:

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”). An Internal Complaints Committee (“ICC”) has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

a)	Number of complaints of Sexual Harassment received in the Year	Nil
b)	Number of Complains disposes off during the year	Nil
c)	Number of cases pending for more than ninety days	Nil

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS

During the year under review, the Company has complied with the provisions of the applicable Secretarial Standards (SS-1 & SS-2) issued by the Institute of Companies Secretaries of India.

DISCLOSURE W.R.T. DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT:

There are no demat suspense account/unclaimed suspense account during the year under review as per SEBI (LODR) Regulations, 2015.

DISCLOSURE BY DIRECTORS

The Directors on the Board have submitted notice of interest under Section 184(1) of the Companies Act, 2013 i.e., in Form MBP 1, intimation under Section 164(2) of the Companies Act, 2013 i.e., in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company.

RISK MANAGEMENT

Your Company has evaluated a risk management to monitor the risk management plan for the company. They ensure that all the risks are timely defined and mitigated in accordance with the risk management process including identification of elements of risk which might threaten the existence of your Company.

WEBSITE

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company has maintained a functional website namely "www.wonderelectricals.com" containing basic information about the Company. The website of the Company is also containing information like Policies, Shareholding Pattern, Financial Results and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

GENERAL

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:

- Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with status at the end of the financial year: **NOT APPLICABLE**

- Details of difference between the amount of valuation done at the time of one-time settlement and valuation done while taking loan from the Banks or Financial Institutions along with reasons thereof: **NOT APPLICABLE**

ACKNOWLEDGMENTS

Your directors wish to convey their gratitude and appreciation to all the employees of the Company posted at all its locations for their tremendous personal efforts as well as collective dedication and contribution to the Company's performance.

Your directors would also like to thank the employee unions, shareholders, customers, dealers, suppliers, bankers, Government and all other business associates, consultants and all the stakeholders for their continued support extended to the Company and the Management.

For and on behalf of the Board of Directors
Wonder Electricals Limited

Sd/-
Harsh Kumar Anand
Chairman
(DIN:00312438)

Place: New Delhi
Date: 12.08.2026

ANNEXURE –A

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2025-2026

1. Brief outline on CSR Policy of the Company.

In compliance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibilities) Rules, 2014, as amended, the Company has framed its Corporate Social Responsibility ('CSR') Policy which outlines its philosophy on CSR. The Company's guiding principle for CSR is 'through sustainable measures, actively contribute to the social, economic and environmental development of the community in which the Company operates ensuring participation from the community and thereby create value for the nation'. The Company's CSR activities are mainly towards education and skill development, women empowerment and creating better health facilities for the underprivileged strata of the society.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
a)	Mr. Jugal Kishore Chugh (till 3rd January,2026)	Chairman	1	1
b)	Mr. Sunil Malhotra (w.e.f. 11th February,2026)	Chairman	NA	NA
c)	Mr. Jatin Anand	Member	1	1
d)	Mr. Siddhant Sahni	Member	1	1

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company;**

Website Link: https://www.wonderelectricals.com/wonder-electricals-limited/#csr

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):** ***NOT APPLICABLE***

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-**

S.NO	Financial Year	Amount available for set-off from preceding financial years (Lakhs)	Amount required to be set off for the financial year, if any (lakhs)
1.	**2023-24**	**67.13**	**34.04**
2.	**2024-25**	**34.04**	**22.21**
3.	**2025-26**	**9.64**	**32.48**

6. **Average net profit of the company for last three financial years (as per Section 198): Rs.**16,24,02,181

7. **CSR Obligations:**

S. No	Particulars	Amount (Rs. in Lakhs)
a)	Two percent of Average Net Profit of the Company as per section 135(5)	32.48
b)	Surplus arising out of the CSR projects OR program or activities of the previous financial years	NIL
c)	Amount required to be set off for the financial year, if any	83.29
d)	**Total CSR obligation for the financial year (7a+7b- 7c) ***	**Nil**
e)	**CSR amount spent for the financial year**	**0.24**

**Total CSR obligation is provided after setting off 32.48 lakhs excess amount spent in the previous Financial Year.*

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

Total Amount Spent for the Financial Year 2025-26 (Rs. In Lakh.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).**		
	Amount.	**Date of transfer.**	**Name of the Fund**	**Amount (Rs. In Lakhs)**	**Date of transfer**
0.24	-	-	-	-	-

(b) Details of CSR amount spent against **ongoing projects** for the Financial Year: **(In Lakhs): NA**

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**	**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 Rs.). (In Lakhs)**	**Mode of implementation - Direct (Yes/No)**	**Mode of implementation – Through Implementing Agency.**	
				State.	**District.**			**Name**	**CSR Regn. No.**
1	Donation in kind given to Punjab Sindh Kshetra Bhimgoda, Haridwar	Promoting health care including Preventive health care	Yes	Uttarakhand,	Haridwar	0.24	No	Punjab Sindh Kshetra	CSR00030284
	TOTAL					**0.24**			

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)- **Rs.0.24 Lakhs**

g) Excess amount for set off, if any- **Rs. 0.24 Lakhs**

**Total CSR spent for the financial year 2025-26 is 0.24 Lakhs which is in excess of the amount required to be spent as per the provisions of the Companies Act, 2013. The Company will claim set off of the excess amount of 0.24 Lakhs spent during the succeeding three financial years' subject to the applicable laws, rules and regulations.*

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6)(in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	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 Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	22-23	-	-	-	-	-	-
2.	23-24	-	-	-	-	-	-
3.	24-25	-	-	-	-	-	-

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

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 (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s): **NIL**

(b) Amount of CSR spent for creation or acquisition of capital asset: **NIL**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **NA**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **NA**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): ***NOT APPLICABLE***

On behalf of the Board of Directors of
WONDER ELECTRICALS LIMITED

Sd/-
Harsh Kumar Anand
Chairman
(DIN:00312438)

on behalf of the Board of Directors of
WONDER ELECTRICALS LIMITED

Sd/-
Sunil Malhotra
Independent Director
Chairman, CSR Committee
(DIN: 08183343)

Place: New Delhi
Date: August 12, 2026

Annexure-B

Form No. MR-3
Secretarial Audit Report
For the Financial Year Ended on March 31st, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015*]*

To,
The Members,
WONDER ELECTRICALS LIMITED
(Formerly known as Wonder Fibromats Limited)
(CIN:L31900DL2009PLC195174)
45, Ground Floor, Okhla Industrial Estate,
Phase-III, New Delhi-110020

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by ***WONDER ELECTRICALS LIMITED*** (hereinafter called "the Company") during the financial Year from 1st April 2025 to 31st March 2026 ("the year"/ "audit period"/ "period under review").We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2026 ("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with Annexure - I attached to this report.

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended March 31, 2026 according to the applicable provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:

    a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**;**
    b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; not applicable during the year

d) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the Audit Period);**
e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021**(Not applicable to the Company during the Audit Period)**;
f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent);**
g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, **(Not applicable to the Company during the Audit Period);**
h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, **(Not applicable to the Company during the Audit Period);and**
i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(hereinafter “SEBI LODR”)

5. We further report that, our examination and reporting with respect to compliance of the below mentioned specific Law, as identified and confirmed by the management, have been conducted on a test-check basis:

- Environmental Laws
- The Legal Metrology Act, 2009
- The Bureau of Indian Standards Act, 2016
- E-Waste (Management) Rules, 2022

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

(i) Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and standards as above *subject to the following*:

1. The Company received a Warning Letter from SEBI dated March 12, 2026 for non-compliance with Regulation 23(4) of the SEBI LODR, in relation to a material Related Party Transaction with M/s Stamping & More LLP, wherein post facto shareholders' approval was obtained instead of prior approval as required under the said Regulation. The matter was placed before the Board and a discussion brief was forwarded to SEBI. The Company has strengthened its internal monitoring to ensure prior approval for material related party transactions going forward.

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and women Director. The changes

in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act are as follows:

Date of Event	Name of Directors and KMP	Details
03/01/2026	Jugal Kishore Chugh	Ceased to be an Independent Director of the Company w.e.f. 04.01.2026 due to his sad demise;
11/02/2026	Atul Mital	Appointed as an Additional Independent Director of the Company w.e.f. 11.02.2026 for a term of 5 (five) years, subject to approval of members by way of Postal Ballot (e-voting period 18.02.2026 to 19.03.2026), which was duly approved

2. In pursuance to the provisions of the Act, adequate notices and shorter Notice, as the case may be, were given to all the directors to schedule the Board Meetings along with agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting in compliance of the Act.

3. All decisions at Board Meetings and Committee Meetings have been carried out with requisite majority and recorded in the Minutes of the meetings. Further, as informed and verified from minutes, no dissent was given by any director in respect of the resolutions passed in the Board and the Committee Meetings.

Based on the information provided by the Company, its officers and authorised representative during the conduct of the audit, in our opinion, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the audit period the Company has incurred following specific event / action that can have major bearing on the Company’s affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc.:

1. The Company, through Postal Ballot (e-voting period from 26th March 2025 to 24th April 2025), obtained members' approval for a material Related Party Transaction with M/s Stamping & More LLP for purchase of goods up to Rs. 90 Crores for FY 2024-25 and up to Rs. 125 Crores for FY 2025-26, the resolution being passed with requisite majority.
2. During the Year company has incorporated one LLP namely Integrated Motion & control LLP in which company holds a 51% stake. Accordingly, the said LLP became a subsidiary of the Company.

3. Members, at the 16th Annual General Meeting held on 24th September 2025, approved the appointment of M/s Rubina Vohra & Associates, Company Secretaries, as the Secretarial Auditor of the Company for a term of 5 (five) years, i.e. from FY 2025-26 to FY 2029-30.

4. The Company has declared and paid dividends to its shareholders as per the provisions of the Companies Act, 2013. The Board, at its meeting held on May 24, 2025, has recommended a final dividend of Rs.0.10/- per equity share of Re.1/- each of the Company, for the year ended March 31, 2025, and on AGM dated 24th September 2025, members approved the same. Further the Board of Directors, at its meeting held on 11th February, 2026 has approved the interim dividend of Rs.0.10/- per equity shares of Re.1/- each of the Company for FY 2025-26.

For Rubina Vohra & Associates
Company Secretaries

Sd/-
(CS Rubina Vohra)
Proprietor

Place: Noida
Date: 12.08.2026

FCS No: 9277
CP No: 10930
Peer Review No. 1829/2022
UDIN: F009277H001089191

{This Report is to be read with our letter of even date which is annexed as Annexure I and Forms an integral part of this report.}

'Annexure I'

To,
The Members,
WONDER ELECTRICALS LIMITED
45, Ground Floor, Okhla Industrial Estate,
Phase-III, New Delhi-110020

Sub: Our Secretarial Audit for the Financial Year ended 31st March 2026 is to be read with this letter

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of Financial Statements and Books of Accounts of the Company.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report 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.

7. The management has represented that replies have been submitted to observation / clarification letters received from regulatory authorities, wherever applicable, and that all required forms, have been filed with the Registrar of Companies and to the best of their knowledge no material filing is pending as on date.

For Rubina Vohra & Associates
Company Secretaries

Sd/-
(CS Rubina Vohra)
Proprietor

Place: Noida
Date: 12.08.2026

FCS No: 9277
CP No: 10930
Peer Review No. 1829/2022
UDIN: F009277H001089191

ANNEXURE -C

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMIC REVIEW & OUTLOOK

The financial year 2025-26 was characterised by heightened geopolitical uncertainty, evolving trade dynamics, and a gradual moderation in inflation across several economies. Global economic activity remained resilient despite significant headwinds arising from geopolitical conflicts, elevated trade barriers, and changing monetary policy stances. The ongoing conflicts in the Middle East, the Russia-Ukraine war, and persistent global supply chain disruptions continued to weigh on business confidence and international trade.

During the year, several major economies introduced policy measures aimed at protecting domestic industries, resulting in higher tariff barriers and increased uncertainty in global trade. These developments, coupled with volatile commodity prices and tighter financial conditions, affected investment decisions and moderated global growth prospects.

According to the International Monetary Fund (IMF), the global economy is projected to grow by 3.1% in 2026, reflecting slower expansion amid geopolitical tensions and trade-related uncertainties. Global inflation is expected to remain elevated in the near term due to rising energy prices and supply-side disruptions before gradually moderating in 2027. The IMF has highlighted that downside risks continue to dominate the global outlook, with prolonged geopolitical conflicts, trade fragmentation, and financial market volatility posing significant challenges to sustainable economic growth.

Despite these global challenges, the Indian economy continued to demonstrate remarkable resilience during FY 2025-26. Strong domestic demand sustained public capital expenditure, robust services sector performance, increasing manufacturing activity, and continued digital transformation supported economic growth. Government initiatives such as the Production Linked Incentive (PLI) Scheme, PM Gati Shakti, National Infrastructure Pipeline, and continued investments in infrastructure and renewable energy strengthened India's medium-term growth prospects.

India maintained its position among the fastest-growing major economies, supported by prudent fiscal management, resilient banking and financial sectors, healthy tax collections, and sustained private consumption. Inflation remained broadly within the Reserve Bank of India's tolerance band for most of the year, enabling the central bank to maintain a balanced monetary policy approach focused on sustaining growth while ensuring price stability.

Looking ahead, India's long-term economic outlook remains favourable, supported by strong demographic fundamentals, expanding manufacturing capabilities, increasing digital adoption, structural reforms, and the Government's continued focus on infrastructure development and the vision of Viksit Bharat 2047. However, global geopolitical developments, commodity price volatility, and international trade uncertainties will continue to require careful monitoring.

Source: International Monetary Fund – World Economic Outlook, April 2026.

INDUSTRY OVERVIEW

The Electrical Consumer Durables (ECD) Segment in India

The Indian Electrical Consumer Durables (ECD) industry continued to demonstrate steady growth during **FY 2025-26**, supported by improving consumer sentiment, rapid urbanisation, increasing household electrification, and sustained Government investments in infrastructure and manufacturing.

Rising disposable incomes, expanding residential and commercial construction activities, and greater adoption of energy-efficient appliances have continued to drive demand across the electrical appliances segment. India also strengthened its position as a preferred manufacturing destination under the Government's **Make in India**, **Atmanirbhar Bharat**, and **Production Linked Incentive (PLI)** initiatives, encouraging domestic production and enhancing export competitiveness.

The Indian fans industry remains one of the largest and most important segments within the Electrical Consumer Durables sector. Demand for ceiling, pedestal, exhaust, and wall-mounted fans continued to grow, driven by increasing housing demand, replacement purchases, commercial infrastructure development, and rising awareness of energy-efficient products. The implementation of stricter energy efficiency norms and the continued focus of the **Bureau of Energy Efficiency (BEE)** on star-rated appliances have accelerated the transition towards high-efficiency **Brushless Direct Current (BLDC)** fans, which offer significant energy savings compared to conventional induction motor fans.

Consumer preferences continued to evolve during the year, with increasing demand for premium products featuring smart connectivity, remote operation, decorative designs, silent operation, and enhanced durability. The rapid expansion of organised retail and e-commerce platforms has further improved product accessibility across urban as well as semi-urban markets, enabling manufacturers to reach a wider customer base.

Institutional demand from the residential, commercial, hospitality, healthcare, education, and infrastructure sectors also remained robust, supported by continued investments in real estate, industrial parks, metro rail projects, airports, data centres, and public infrastructure. Additionally, Government initiatives aimed at improving energy efficiency and sustainable development have encouraged greater adoption of technologically advanced electrical appliances across both public and private sectors.

Despite challenges arising from fluctuations in raw material prices, supply chain realignments, and global trade uncertainties, the long-term outlook for the Indian Electrical Consumer Durables industry remains highly positive. Favourable demographics, increasing electrification, rising consumer aspirations, expanding manufacturing capabilities, digital transformation, and supportive Government policies are expected to continue driving sustainable growth. The Indian fans industry, in particular, is well positioned to benefit from these structural trends, creating significant opportunities for manufacturers focused on innovation, quality, operational efficiency, and customer-centric product development.

Source: Indian Brand Equity Foundation (IBEF), Ministry of Commerce & Industry, Bureau of Energy Efficiency (BEE), and industry reports.

OPPORTUNITIES

• Growing Outsourcing by Leading Consumer Durable Brands

Leading electrical appliance brands are increasingly adopting asset-light business models by outsourcing manufacturing to experienced OEM partners. This trend presents significant opportunities for the Company to strengthen relationships with existing customers and onboard new domestic and international brands.

• Rising Demand for Energy-Efficient Fans

The increasing adoption of BEE star-rated and BLDC fans has created higher demand for technologically advanced manufacturing capabilities. The Company's expertise in manufacturing energy-efficient products positions it to benefit from this structural shift in the industry.

• Expansion in Domestic Manufacturing

Government initiatives such as Make in India, Atmanirbhar Bharat, and the focus on domestic manufacturing continue to encourage localisation of production. These initiatives provide opportunities for OEM manufacturers to expand capacities and increase supplies to established consumer brands.

• Growth in Housing and Infrastructure Development

Continued growth in residential construction, commercial real estate, hospitality, educational institutions, healthcare facilities, and infrastructure projects is expected to support sustained demand for ceiling fans and other electrical appliances, thereby increasing manufacturing opportunities for OEM suppliers.

• Backward Integration and Component Manufacturing

The Company's investment in **Integrated Motion & Control LLP** for manufacturing PCB assemblies and electronic components is expected to strengthen supply chain resilience, improve quality control, reduce procurement costs, and enhance manufacturing efficiency.

• Export Manufacturing Opportunities

As global companies diversify their sourcing strategies, India is emerging as a preferred manufacturing destination. The Company is well positioned to leverage its manufacturing capabilities to expand exports and develop long-term relationships with global customers.

• Operational Excellence and Capacity Expansion

Continuous investments in automation, manufacturing technology, quality systems, and production capacity provide opportunities to improve productivity, optimise costs, and cater to higher order volumes from existing and prospective customers.

THREATS

• Customer Concentration Risk

As an OEM manufacturer, the Company's business depends on purchase orders from leading consumer brands. Any reduction in orders, change in sourcing strategy, or loss of key customers may adversely impact business performance.

• Volatility in Raw Material Prices

Fluctuations in the prices of steel, aluminium, copper, plastics, electronic components, and other key raw materials may impact manufacturing costs and profitability, particularly where cost increases cannot be passed on immediately to customers.

• Intense Competition Among OEM Manufacturers

The OEM manufacturing industry remains highly competitive, with manufacturers competing on pricing, product quality, delivery timelines, manufacturing capabilities, and technological innovation, which may exert pressure on margins.

• Supply Chain Disruptions

Global geopolitical developments, logistics bottlenecks, shortages of electronic components, and disruptions in the supply chain may affect the timely availability of raw materials and components, impacting production schedules.

• Regulatory and Quality Compliance

Changes in product quality standards, environmental regulations, BEE energy efficiency norms, and customer-specific compliance requirements may necessitate continuous investments in manufacturing processes, testing facilities, and certifications.

• Technological Advancements

Rapid advancements in energy-efficient motors, smart electronics, automation, and manufacturing technologies require continuous capital investment to remain competitive and meet evolving customer requirements.

• Geopolitical and Trade Risks

Changes in international trade policies, import-export regulations, currency fluctuations, and geopolitical uncertainties may affect raw material sourcing, exports, and overall business operations.

SEGMENT-WISE OR PRODUCT WISE PERFORMANCE

As the Company has identified manufacturing/dealing/trading of ceiling, exhaust, pedestal & BLDC fans as its primary business segment, the disclosure requirements of Indian Accounting Standard 108 "Operating Segments", issued by the Institute of Chartered Accountants of India are not applicable. In the opinion of the management there does not exist separate reportable geographical segments.

OUTLOOK

The Government's continued focus on strengthening domestic manufacturing through initiatives such as Make in India, Atmanirbhar Bharat, infrastructure development, and export promotion is expected to create long-term growth opportunities for the manufacturing sector. At the same time, India continues to emerge as a preferred manufacturing destination despite global geopolitical and trade-related uncertainties.

The Company remains optimistic about the growth prospects of the electrical consumer durables industry, particularly the OEM manufacturing segment. With increasing outsourcing by leading consumer brands, the Company is well positioned to leverage its manufacturing capabilities, long-standing customer relationships, and commitment to quality and timely delivery.

Going forward, the Company will continue to focus on enhancing manufacturing capacity, improving operational efficiencies, strengthening backward integration through its PCB manufacturing venture, and adopting advanced manufacturing technologies. Supported by prudent financial management and a customer-centric approach, the Company remains confident of delivering sustainable growth while creating long-term value for its stakeholders.

RISKS & CONCERNS

Your Company has a robust internal financial control and risk management framework designed to identify, assess, monitor, and mitigate key business risks. The risk management process enables the Company to proactively address operational, financial, regulatory, and strategic risks while supporting sustainable business growth.

The key risks faced by the Company include fluctuations in raw material prices, supply chain disruptions, customer demand, technological changes, regulatory compliance, and geopolitical

uncertainties. The Company continuously monitors these risks and adopts appropriate mitigation measures in line with industry best practices.
The Company remains focused on improving operational efficiency, strengthening customer relationships, enhancing manufacturing capabilities, maintaining high quality standards, and optimising costs to ensure long-term sustainable growth and create value for all stakeholders.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company implements internal controls into its daily operations as a vital part of governance. **Wonder Electricals Limited** has strengthened its internal control system through targeted audit plans covering several new operational areas through pre audits and interim reviews. The Company regularly fine tunes the audit processes to ensure accounting records remain reliable. This approach helps it create timely and accurate financial information that meets compliance standards. Wonder Electricals Limited risk management framework includes three key policies - Internal Financial Control, Whistle blower and Fraud Risk Framework. These tools help quickly spot various risks and bring them to senior management's attention. An independent internal auditor conducts the comprehensive audit program, presenting critical findings to the Audit Committee and Board every quarter. The Internal Audit team acts as the watchdog, making sure all control systems work properly. Their recommendations are implemented in a timely manner by the Company. Follow up is conducted after closing each issue to maintain high standards of financial control and governance. Wonder Electricals Limited quick response approach ensures that it can address potential problems before they can grow into serious concerns.

Further, the Statutory Auditors of the Company also carried out audit of the Internal Financial Controls Over Financial Reporting of the Company as on March 31, 2026.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company's financial performance for the year ended 31st March, 2026 is summarized below:

(Amount: Rs. in Lakhs)

Particulars	**Standalone**		**Consolidated**	
	2025-26	**2024-25**	**2025-26**	**2024-25**
Revenue from Operations	65,474.96	89,450.12	65,474.96	89,450.12
Other Income	6.04	42.72	6.04	42.72
Total Revenue	**65,481.00**	**89,452.84**	**65,481.00**	**89,452.84**
Earnings Before Interest, Taxes, Depreciation and Amortization Expense **(EBITDA)**	2612.75	3,919.14	2612.75	3,919.14
Finance Cost	864.24	677.90	864.24	677.90
Depreciation & Amortization Expenses	777.34	711.07	777.34	711.07
Profit before Tax	**1203.83**	**2,530.17**	**1203.83**	**2,530.17**
Tax Expenses:				
a) Current year	316.75	649.57	316.75	649.57
b) Deferred Tax (Asset)/Liabilities	(24.33)	(21.12)	(24.33)	(21.12)
Profit after Tax	**911.42**	**1,901.72**	**911.42**	**1,901.72**
Basic EPS (Rs.)	**0.68**	**1.42**	**0.68**	**1.42**
Diluted EPS (Rs.)	**0.68**	**1.42**	**0.68**	**1.42**

**Previous year figures have been regrouped / re-arranged wherever necessary.*

MATERIAL DEVELOPMENTS IN HUMAN RESOURCE/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Over the last year, HR has taken various initiatives for employee benefit and retention. Your Company recognizes the critical role of human capital in its success and is committed to investing in its workforce. The Company strives to create a welcoming, collaborative and supportive work environment that reflects its core values of integrity, collaboration, trust and care.

The industrial relations at all plants and offices remain cordial. The total number of employees on the rolls of the Company was 1090 as at the financial year ended on 31st March 2026.

Training programs are conducted depending on the needs for updating the knowledge with respect to the developments in the industry.

KEY FINANCIAL RATIOS

The Key Financial Ratios during Financial Year 2025-26 vis-à-vis Financial Year 2024-25 are as below:

Particulars	**FY 2025-26**	**FY 2024-25**	**% Change**
Debtors Turnover	2.50	3.61	-30.75%
Inventory Turnover *(On Cost of Goods Sold)*	9.13	12.78	-28.56%
Current Ratio	1.24	1.17	5.98%
Interest Coverage Ratio	2.91	8.97	-67.56%
Debt Equity Ratio	2.95	3.39	-12.98%
Operating Profit Margin	2.80	3.18	-11.95%
Net Profit Margin	1.39	2.13	-34.74%
Return on Net Worth	**25.74**	**58.95**	-56.34%

Debtor Turnover Ratio: due to the decrease in revenue from operations during the year

Inventory Turnover Ratio: The decrease is generally due to lower revenue/operating volumes during the year, resulting in comparatively lower inventory turnover.

Interest Coverage Ratio: The decrease is primarily due to lower EBITDA and profit during the year, coupled with an increase in finance costs.

Net Profit Margin: The decrease is due to the low PAT, primarily on account of lower operating profitability and higher finance costs.

Return on Net Worth: The decrease is primarily attributable to the decline in Profit After Tax.

CAUTIONARY STATEMENT

This document contains statements about expected future events, financial and operating results of your 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 significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate.

Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of Wonder Electricals Limited's Annual Report, 2025-26.

For and on behalf of the Board of Directors
Wonder Electricals Limited

Sd/-
Harsh Kumar Anand
Chairman
DIN:00312438

Place: Delhi
Date: 12.08.2026

ANNEXURE – D

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made there under

1. Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

i) The ratio of remuneration of each director to the median remuneration of employees for the Financial Year and the Percentage Increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year:

Sr. No.	Name	Designation	Nature of Payment	Ratio against median employee's remuneration	Percentage Increase
1.	Harsh Kumar Anand	Chairman & Director	Remuneration	4.06:1	-
2.	Yogesh Sahni	Managing Director	Remuneration	4.06:1	-
3.	Karan Anand	Executive Director	Remuneration	4.95:1	-
4.	Jatin Anand	Executive Director	Remuneration	4.87:1	-
5.	Siddhant Sahni	Executive Director	Remuneration	4.87:1	-
6.	Yogesh Anand	Director & CFO	Remuneration	4.06:1	-
7.	Ankit Tiwari	Independent Director	Sitting Fees	-	NA
8.	Vishal Singh	Independent Director	Sitting Fees	-	NA
9.	Jugal Kishore Chugh	Independent Director	Sitting Fees	-	NA
10.	Sunil Malhotra	Independent Director	Sitting Fees	-	NA
11.	Monam Kapoor	Independent Director	Sitting Fees	-	NA
12.	Bhawna Saunkhiya	Independent Director	Sitting Fees	-	NA
13.	Atul Mital	Independent Director	Sitting Fees	-	NA
14.	Dhruv Kumar Jha	Company Secretary	Salary	1.28:1	NA

**During the year under review, the abovenamed Independent Directors of the Company were paid only Sitting Fees for attending the Board and other Committees Meetings. Hence, the ratio of remuneration of such Independent Directors to the median remuneration of employees are not disclosed or compared*

** Median salary of employees during:*

FY 2025-26: Rs 5.96 Lacs p.a.
FY 2024-25: Rs. 1.85 Lacs p.a.
FY 2023-24: Rs. 6.52 lacs p.a

ii) The median remuneration of the employees in current financial year has increased by 222.16% as compared to the previous financial year.

iii) There are 178 permanent Employees on roll as on 31st March 2026.

iv) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year i.e., 2025-26 was 9% whereas the increase in managerial remuneration for the financial year 2024-25 was 6 % (Calculated as per Weighted Average).

Justification: Increase in remuneration of the Managing Director and Executive Director decided based on the individual performance, inflation, prevailing industry trends and benchmarks.

v) The Company affirms that the remuneration paid is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors
Wonder Electricals Limited

Sd/-
Harsh Kumar Anand
Chairman
(DIN: 00312438)

Place: New Delhi
Date: 12.08.2026

Report on Corporate Governance

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time, the Board of Directors of Wonder Electricals Limited ("the Company") have pleasure in presenting the Company's Report on Corporate Governance for the Financial Year ended March 31, 2026.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's policy on Corporate Governance is based on the principles of full disclosure, fairness, equity, transparency, and accountability in various aspects of its functioning, leading to protection of stakeholders' interest and an enduring relationship with stakeholders. The Management's commitment to these principles is reinforced through adherence of all Corporate Governance practices which form part of Regulation Nos. 17 to 27 of the Listing Regulations. The Company adheres to good corporate governance practices and is constantly striving to adopt emerging best practices. It is the Company's on-going endeavor to achieve the highest levels of governance as a part of its responsibility towards its stakeholders and the Company is strongly committed to these principles

Good Corporate Governance should provide proper incentives for the Board and Management to pursue objectives that are in the interests of the Company and its shareholders and should facilitate effective monitoring.

The Company acutely and consistently reviews its systems, policies and internal controls with an objective to establish sound risk management system and impeccable internal control system.

2. BOARD OF DIRECTORS

(a) Composition and Category of Directors:

The Board of Directors of our Company consists of directors having rich knowledge and vast experience in the industry and related sectors providing strategic guidance and direction to the Company. The Board of Directors of the Company comprises of 12 (Twelve) Directors as on March 31, 2026, which is an optimum combination of Executive and Non-Executive/Independent Directors including Woman Director in line with the provisions of the Companies Act, 2013 (the "**Act**") and the Listing Regulations.

(b) Other Directorships and Committee Memberships:

In compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, None of the Independent Directors serve as an Independent Director in more than seven listed entities. None of the Directors of the Company are members in more than 10 mandatory committees nor act as a chairman in more than 5 mandatory committees of public companies.

(i) Attendance of each Director at the Meeting of the Board of Directors and the last Annual General Meeting

S. No.	Name of the Directors	Category	No. of Board Meetings during FY 2025-26		Attendance at last AGM held on 24th Sept, 2025	Directorship in Public Limited Companies as on 31.03.2026	Membership of Committees (Excluding Chairmanship) as on 31.03.2026	Chairmanship of Committees as on 31.03.2026
			Held	Attended				
1.	Mr. Harsh Kumar Anand DIN: 00312438	Promoter & Executive Director	4	4	Present	1	0	0
2.	Mr. Yogesh Anand DIN: 00425775	Promoter & Executive Director	4	4	Present	1	0	0

3.	Mr. Yogesh Sahni DIN: 00811667	Promoter & Executive Director	4	4	Present	1	0	0
4.	Mr. Jatin Anand DIN: 07507727	Promoter Group & Executive Director	4	3	Present	1	1	0
5.	Mr. Karan Anand DIN: 05253410	Promoter Group & Executive Director	4	4	Present	1	1	0
6.	Mr. Siddhant Sahni DIN: 07508004	Promoter Group & Executive Director	4	4	Present	1	1	0
7.	Mr. Jugal Kishore Chugh* DIN: 01254901	Non-Executive Independent Director	3	1	Present	NA	NA	NA
8.	Mr. Sunil Malhotra DIN: 08183343	Non-Executive Independent Director	4	4	Present	2	2	2
9.	Mr. Ankit Tiwari DIN: 08243061	Non-Executive Independent Director	4	4	Present	1	1	0
10.	Mr. Vishal Singh DIN: 07500944	Non-Executive Independent Director	4	4	Present	2	2	0
11.	Mrs. Monam Kapoor DIN:09278005	Non-Executive Independent Director	4	4	Present	7	10	4
12.	Mrs. Bhawna Saunkhiya (From 12.11.2024) DIN: 10683032	Non-Executive Independent Director	3	3	Present	2	2	1
13.	Mr. Atul Mital (From 11.12.**2026)** DIN:01391029	Non-Executive Independent Director	1	1	Not Applicable	1	1	0

***Mr. Jugal Kishore Chugh** was ceased as an Independent Director of the Company w.e.f. **03.01.2026** due to his demise on January 3, 2026.*

*# **Mr. Atul Mital** was appointed as an Additional Independent Director of the Company w.e.f. **11.02.2026** and was subsequently regularized as Independent Director by the members through Postal Ballot resolution passed on **19.03.2025**, effective from the same date.*

Note:

1. *Directorship, Committee Membership/ Chairmanship is inclusive of "Wonder Electricals Limited".*
2. *Only Audit Committee and Stakeholders' Relationship Committee are considered.*
3. *Directorships do not include Private Limited Companies, LLP and Companies incorporated under Section 8 of the Companies Act, 2013.*

(ii) Listed Entities where the Directors hold other Directorships in the Company other than Wonder Electricals Limited as on March 31, 2026

Name of the Director	Name of the Listed Entities	Category of directorship
Mr. Vishal Singh Bhadauria	Shri Gang Industries and Allied Products Ltd.	Non-Executive - Independent Director
Mrs. Monam Kapoor	Heft Infra Solutions Limited	Non-Executive - Independent Director
	Finelistings Technologies Limited	Non-Executive - Independent Director
	Plaza Wires Limited	Non-Executive - Independent Director
	Rajnish Wellness Limited	Non-Executive - Independent Director
	Oscar Global Limited	Non-Executive - Independent Director
	Lorenzini Apparels Limited	Non-Executive - Independent Director
	Trans Globe NKS Holdings Limited	Non-Executive - Independent Director
Mrs. Bhawna Saunkhiya	Technocraft Ventures Limited	Independent Director

(c) Board Meetings held during the Financial Year 2025-26:

The Board of Directors met Four (4) times during FY 2025-26. The details of the Board meetings are as under:

S No.	Date of Meeting	Board Strength (Nos)	Total No. of Directors Present	No. of Independent Director Present
1.	May 24, 2025	12	11	6
2.	August 12, 2025	12	11	5
3.	November 12, 2025	12	10	4
4.	February 11, 2026	12	12	6

The time gap between any of the two Meetings was not more than one hundred and twenty days.

During the year, a separate meeting of the Independent Directors was held on 26th March 2026, to review the performance of the Non-Independent Directors, Chairman of the Board, Committees of the Board and the Board as a whole.

(d) Disclosure of Relationship of Directors Inter-se:

Director	Relationship
Mr. Harsh Kumar Anand, Executive Director & Chairman	Father of Mr. Karan Anand, Whole Time Director and Brother of Yogesh Anand, Executive Director & CFO
Mr. Yogesh Sahni, Managing Director	Father of Mr. Siddhant Sahni, Whole Time Director
Mr. Yogesh Anand Director & CFO	Father of Mr. Jatin Anand, Whole Time Director and Brother of Mr. Harsh Kumar Anand, Director & Chairman
Mr. Jatin Anand, Whole-time Director	Son of Mr. Yogesh Anand, Executive Director & CFO

Mr. Karan Anand, Whole-time Director	Son of Mr. Harsh Kumar Anand, Executive Director & Chairman
Mr. Siddhant Sahni Whole-time Director	Son of Mr. Yogesh Sahni, Managing Director

- No other Director has any relationship inter se.

(e) Number of Shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Director is holding any Shares in the Company.

(f) Functioning of the Board and its Meetings:

The Board and its Committees meet at regular intervals for discussion on the agenda circulated well in advance by the Company. All material information is incorporated into the agenda for facilitating meaningful and focused discussion at the Meetings. Where it is not practical to attach or send the relevant information as a part of agenda papers, the same are tabled during the Meeting. To meet business exigencies.
The Company has proper systems to enable the Board to periodically review Compliance Reports of all laws applicable to the Company, as prepared by the Company, and steps taken by the Company to rectify instances of non-compliances, if any.

(g) Familiarization Program and Training for Independent Directors:

The Company regularly provides orientation and business overview to its Directors by way of detailed presentations by various business & functional heads at Board Meetings and through other interactive programs. Such Meetings/programs include briefings on the Company's culture, values, business model, and the roles and responsibilities of the Directors and Senior Executives. Besides this, the Directors are regularly updated about Company's new plans, R&D initiatives, Litigation updates, changes in the regulatory environment and strategic direction. The Board members are also provided relevant documents, reports and internal policies to facilitate familiarisation with the Company's procedures and practices, from time to time.

The Company conducts a Familiarization Programme for an Independent Director by conducting Meetings with key officials such as Chairman, Managing Director, Chief Financial Officer, Company Secretary, and other Senior officials. During the Meeting, presentations are made on the roles and responsibilities, duties, and obligations of the Board Members, the Company's business and strategy, financial reporting, governance and compliance, and other related matters. Details regarding the familiarization program are available on the Company's website, i.e., https://www.wonderelectricals.com/details-of-familiarization-programs/

(h) Code of Conduct for the Board and Senior Management:

The Board has laid down a code of conduct for all Board Members and Senior Management personnel of the Company and the same has been posted on the website of the Company www.wonderelectricals.com. All Board Members and Senior Management personnel have confirmed compliance with the code and an annual declaration signed by the Managing Director in this regard is attached.

(i) Code for Prevention of Insider Trading by Designated Persons:

The Company has a Code for Prevention of Insider Trading in line with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Companies Act, 2013(as amended from time to time).

The Company also has a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for Prevention of Insider Trading in line with SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Companies Act, 2013 and referred to as the "Fair Disclosure Code."

The Trading Window is closed from the closure/end of the quarter till 48 hours of publication of Quarterly Financial Results and also before the Board Meeting at which Unpublished Price Sensitive Information is discussed and re-opens after the Public Announcement of this information by the Company, in accordance with the Code. The Company observes a silent period when the Trading Window is closed.

The procedure for dissemination of Unpublished Price Sensitive Information is complied with by the Compliance Officer, as stated in the Fair Disclosure Code.

(j) <u>Skills/expertise/ competencies of Board of Directors</u>

The Board Members are from diversified areas having the required knowledge. Competency, skills, and experience to effectively discharge their responsibilities. The range of experience of the Board Members includes in the areas of Manufacturing of Fans, Electrical engineering, Banking, Finance, and Legal. The broad policies are framed by the Board of Directors. All strategic decisions are taken by the Board after due deliberation between the Board Members which consists of Managing Director, Executive Directors, Non- Executive Director and Independent Directors.

A Matrix setting out the skills/expertise/competence of the Individual Directors is given below:

S.No.	Name of Director	Area of Expertise/Skills/Competencies				
		Knowledge	Behavioral Skills	Strategic Thinking and decision making	Financial Skills	Technical/Professional Skills and Specialized Knowledge
1.	Mr. Harsh Kumar Anand DIN: 00312438	✓	✓	✓	✓	✓
2.	Mr. Yogesh Anand DIN: 00425775	✓	✓	✓	✓	✓
3.	Mr. Yogesh Sahni DIN: 00811667	✓	✓	✓	✓	✓
4.	Mr. Jatin Anand DIN: 07507727	✓	✓	✓	✓	✓
5.	Mr. Karan Anand DIN: 05253410	✓	✓	✓	✓	✓
6.	Mr. Siddhant Sahni DIN: 07508004	✓	✓	✓	✓	✓
7.	Mr. Sunil Malhotra DIN: 08183343	✓	✓	✓	✓	✓
8.	Mr. Ankit Tiwari DIN:08243061	✓	✓	✓	✓	✓
9.	Mr. Vishal Singh DIN: 07500944	✓	✓	✓	✓	✓
10.	Mrs. Monam Kapoor DIN:09278005	✓	✓	✓	✓	✓
11.	Mrs. Bhawna Saunkhiya DIN: 10683032	✓	✓	✓	✓	✓
12.	Mr. Atul Mital DIN:01391029	✓	✓	✓	✓	✓

(k) Confirmation of Independent Directors:

The Board has confirmed that all the Independent Directors fulfil all the conditions specified in the SEBI (LODR) Regulations, 2015 and are Independent of the Management. All the Independent Directors have also given confirmation stating that they meet the criteria of Independence. Pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs, all Independent Directors have already included their name in the Independent Directors Databank. Requisite disclosures have been received from the Independent Directors in this regard.

(l) Detailed reasons for the Resignation of an Independent Director who resigns before the expiry of his tenure along with a confirmation by such Director that there are no other material reasons other than those provided.

"Not Applicable. During the financial year under review, there were no instances of resignation of any Independent Director prior to the completion of their respective tenure."

III. COMMITTEES OF THE BOARD OF DIRECTORS:

The Board Committees play a crucial role in the Governance structure of the Company and have been assigned specific areas/activities that need closer review. They are set up under the formal approval of the Board, to carry out their clearly defined roles.

Currently, the Board has the following Committees(s):

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee
- Banking Finance and operational Committee

- **Audit Committee:**

The Audit Committee of the Company is constituted in line with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 and the Rules notified by the Central Government in this regard. The Board decides the Membership and terms of reference of the Audit Committee within the framework laid down by SEBI. Four (4) Meetings of the Committee were held during the financial year 2025-26 on 24th May 2025, 12th August 2025; 12th November 2025 and 11th February 2026. The necessary quorum was present during all the Meetings.

Terms of Reference:

1) Recommend to the Board the appointment, re-appointment and if required, the replacement or removal of the Statutory Auditors, including filling of a casual vacancy, fixation of audit fee/ remuneration, terms of appointment and also provide prior approval of the appointment of and the fees for any other services rendered by the Statutory Auditors. The Committee will recommend to the Board the name of the audit firm that may replace the incumbent Auditor on the expiry of their term.
2) To review and monitor the information provided by the audit firm relating to the independence of such firm and, among other things, information relating to the non-audit services provided and expected to be provided by the Statutory Auditors.
3) Review with the Statutory Auditors their plans for and the scope of their annual audit and other examinations.
4) Discuss with the Statutory Auditors the matters required to be discussed for the conduct of the audit.
5) Review and examination with the Statutory Auditors the proposed Report on the annual audit, areas of concern and the accompanying management letter.

6) Review and examination of the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statements are accurate, sufficient, and credible and evaluation of internal financial controls and risk management systems.
7) The Audit Committee will review with appropriate officers of the Company and the Statutory Auditors, the Annual Financial Statements of the Company before submission to the Board or public release thereof, focusing primarily on:
   - Matters required to be included in the Directors' Responsibility Statement in the Board's Report in terms of Section 134(3)(c) of the Companies Act, 2013.
   - Any changes in accounting policies and practices and reasons for the same.
   - Major accounting entries based on the exercise of judgment.
   - Qualifications in draft Audit Report.
   - Significant adjustments made in the Financial Statements arising out of the audit.
   - The going concern assumption.
   - Compliance with accounting standards.
   - Compliance with Listing and other legal requirements concerning Financial Statements.
   - Disclosure of Related Party Transactions, i.e. transactions of the Company with its subsidiaries, promoters or the management, or their relatives, etc. that may have any conflict with the interest of the Company at large.
   - Contingent liabilities.
   - Status of litigations by or against the Company.
   - Claims against the Company and their effect on the accounts.
   - Modified opinion(s) in the draft audit report.

8) Reviewing with the Management, the annual/quarterly/interim Financial Statements before recommending to the Board for approval.
9) Review with the management the performance of the Internal Auditors and the existence, adequacy and effective functioning of the internal control systems including the internal control system over financial reporting.
10) Oversight of the Company's Financial Reporting process and the disclosure of its financial information to ensure that the Financial Statements are correct, sufficient and credible.
11) Review the adequacy of the Internal Audit function, including the structure of the Internal Audit department, adequate staffing and the qualifications, experience, authority and autonomy of the person heading the department, the Reporting structure, coverage and frequency of Internal Audit.
12) Review with the senior Internal Audit executive and appropriate members of the staff of the Internal Audit department
    - The plans and the scope of their ongoing audit activities.
    - The periodic reports of the findings of the audit reports and the necessary follow-up.
    - Review the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of the internal control system of material nature and ensure that proper corrective action is taken.
    - The adequacy of the Company's internal financial controls as defined in Section 134 of the Companies Act, 2013.
13) Direct access to Chairman of the Audit Committee under Vigil mechanism/Whistle Blower Policy of the Company to provide adequate safeguards against victimization of all persons.
14) Review such other matters in relation to the accounting, auditing and financial reporting practices and procedures of the Company as the Committee may, in its own discretion, deem desirable in connection with the review functions described above.
15) Report its activities to the Board in such manner and at such times, as it deems appropriate.
16) Authority to investigate any matter in relation to the items specified in Section 177 of the Companies Act, 2013 or referred to it by the Board and for this purpose; it will have full access to the information contained in the records of the Company. It may also investigate any activity within its term of reference. It has the authority to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (for non-payment of declared dividends) and creditors, if any and any other instance of a failure of legal compliance.
17) The Committee may seek information from any employee and may obtain from external independent sources any legal or other professional advice it considers necessary in the performance

of its duties. It may also secure the attendance of independent professional persons with suitable qualifications and relevant experience in specific matters, if it considers this necessary.

18) Approval for appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc.
19) Review and monitor, with the management, the statement of uses/ application of funds raised through an issue (public, rights preferential issue etc.) the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the Report submitted by the monitoring agency monitoring the utilization of proceeds of the public issue or rights issue, and make appropriate recommendations to the Board.
20) Review of other Information:
    1. Management Discussion and Analysis of financial condition and results of operation.
    2. Statement of Significant Related Party Transactions submitted by the Management.
    3. Internal Audit Reports relating to internal control weaknesses.
    4. Inter-corporate loans and investments.
    5. The appointment, removal and terms of remuneration of the Chief Internal Auditor.
    6. Valuation of undertakings and assets of the Company, whenever necessary
21) Omnibus approval for Related Party Transactions.
22) Review and approval of all Related Party Transactions.
23) The Chairman of the Audit Committee will attend the Annual General Meeting of the Company and provide clarifications on matters relating to its scope sought by the members of the Company.
24) The Committee will review the Financial Statements, in particular the inter-corporate loans and investments made by or in the Subsidiary Companies.
25) In case the Auditor has sufficient reason to believe that an offense involving fraud is being or has been committed against the Company by employees of the Company or by the Company, the Auditor will forward his report to the Committee and the Committee will send its reply or observations to the Auditor and such matters will be reported to the Board by the Committee. The Statutory Auditors of the Company shall have a right to be heard in the Audit Committee Meetings and they will participate in discussions related to the audit and review of the annual Financial Statements of the Company and any other matter that in the opinion of the Statutory Auditors needs to be brought to the notice of the Committee or any matter in which they are invited by the Committee to participate.
26) The Committee will take into consideration the qualifications and experience of the person proposed for appointment as the Cost Auditor and recommend such appointment to the Board, together with the remuneration to be paid to the Cost Auditor.
27) The Committee will carry out all other duties, as may be prescribed by Listing Agreement with Stock Exchanges, Companies Act, 2013, Rules made thereunder and all other applicable laws.
28) To review the utilization of loans and/ or advances from/ investment by the Company in the subsidiary exceeding rupees 100 Crore or 10% of the asset size of the Subsidiary, whichever is lower including existing loans/ advances/ investments existing with the Company.
29) To review compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) at least once in a financial year and to verify that the systems for internal control are adequate and are operating effectively.
30) To Review the Report presented by the Compliance Officer with regard to compliance with the Internal Code of Conduct of the Company to Regulate, Monitor and Report Trading by Designated Persons.

Audit Committee Composition as on March 31.03.2026 and Attendance

Name	Designation and Category	Meeting(s) Held during Tenure	Meetings Attended
Mr. Mr. Sunil Malhotra	Chairman- Non-Executive Independent Director	4	4
Mr. Jugal Kishore Chugh*	Member- Non-Executive Independent Director	3	1
Mr. Jatin Anand	Member-Executive Director	4	3

Mrs. Monam Kapoor	Member-Non-Executive Independent Director	4	4
Mr. Ankit Tiwari**	Member-Non-Executive Independent Director	0	0

The members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

**Mr. Jugal Kishore Chugh ceased to be a member of the Committee, consequent to his cessation from the Board of Directors due to his demise on January 3, 2026.*
***Mr. Ankit Tiwari, Independent Director of the Company, was appointed as a Member of the Committee with effect from February 11, 2026.*

➢ **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee formulates the criteria for remuneration of Directors, Senior Management and Key Managerial Personnel and, after evaluation, recommends the same to the Board of Directors. This Committee also evaluates the performance of Independent Directors, the Committee(s) and the Board of Directors from time to time based upon descriptive performance evaluation forms. Non-Independent Directors conduct a detailed evaluation of the performance of Independent Directors based upon a pre-filled questionnaire setting out expectations from Independent Directors and their actual performance on same. During the year ended 31st March 2026, Two (2) Meetings of the Committee were held on 12th August 2025 and 11th February 2026. The necessary quorum was present during the Meetings.

NRC Composition as on March 31.03.2026 and Attendance:

Name	Designation and Category	Meeting(s) Held during Tenure	Meetings Attended
Mr. Jugal Kishore Chugh (till 03rd January 2026)	Chairman- Non-Executive Independent- Director	1	1
Mr. Atul Mital (W.e.f. 11th February,2026)	Chairman- Non-Executive Independent Director	0	0
Mrs. Monam Kapoor	Member- Non-Executive Independent Director	2	2
Mr. Sunil Malhotra	Member- Non-Executive Independent Director	2	2

The terms of reference of the Nomination and Remuneration Committee:

(1) Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out the evaluation of every Director's performance;
(2) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
(3) For every appointment of an Independent Director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may;
   a) Use the services of external agencies, if required;

b) Consider candidates from a wide range of backgrounds, having due regard to diversity; and
c) Consider the time commitments of the candidates.

(4) To Formulate criteria for performance evaluation of Independent Directors and the Board;
(5) Devise a policy on Board diversity;
(6) Evaluate 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.
(7) Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time;
(8) Any other matter, as may be required by the Companies Act, 2013, Companies (Meetings of Board and its Powers) Rules, 2014 and Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, any other law for the time being in force or as directed by the Board of Directors.

Evaluation criteria for Independent Directors

The Independent Directors are evaluated based on their participation and contribution, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgement.

➢ **Stakeholders' Relationship Committee:**

During the Financial Year 2025-26, One (1) Stakeholders' Relationship Committee Meeting was held on 24th May 2025. The necessary quorum was present during the Meeting.

<u>Composition as on March 31.03.2026 and Attendance:</u>

Name	**Designation and Category**	**Meeting(s) Held during Tenure**	**Meetings Attended**
Mr. Sunil Malhotra	Chairperson-Non-Executive Independent Director	1	1
Mr. Jugal Kishore Chugh (till 03rd January,2026)	Member-Non-Executive Independent Director	1	1
Mr. Karan Anand	Member- Executive Director	1	1
Mr. Siddhant Sahni	Member- Executive Director	1	1
Mr. Atul Mital (w.e.f. 11th February,2026)	Member-Non-Executive Independent Director	0	0

Terms of Reference:

The Stakeholders' Relationship Committee:
(1) Review for the timely redressal of investors' complaints and to consider measures in the larger interest of investors;
(2) Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of Annual Report, non-receipt of declared dividends, issue of new/duplicate certificates, General Meeting etc.;
(3) Review of measures taken for the effective exercise of voting rights by shareholders;
(4) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
(5) Review of the various measures and initiatives taken by the Company for reducing the quantum of Unclaimed Dividends and ensuring timely receipt of dividend warrants/ Annual Reports/Statutory Notices by the shareholders of the Company.

Name, Designation and address of Compliance Officer:
Dhruv Kumar Jha, Company Secretary & Compliance Officer
Wonder Electricals Limited (CIN: L31900DL2009PLC195174)
45, Ground Floor, Okhla Industrial Estate, Phase-III,
New Delhi-110020
Ph. No. 011-66058952

Number of Shareholders Complaints received: During the Financial Year 2025-26, the Company had received one (1) complaint from the shareholders. The same was resolved/disposed of to the satisfaction of the shareholder within the stipulated time. Accordingly, there was no complaint pending at the end of the Financial Year.

- **Corporate Social Responsibility Committee:**

During the Financial Year 2025-26, CSR Committee Meeting was held on 24th May, 2025. All the Members were present. The Committee comprises of Mr. Jatin Anand, Mr. Siddhant Sahni as its Members and Mr. Sunil Malhotra as its Chairman.

Composition as on March 31.03.2026 and Attendance:

Name	Designation and Category	Meeting(s) Held during Tenure	Meetings Attended
Mr. Jugal Kishore Chugh (Till 3rd January,2026)	Chairman- Non-Executive Independent Director	1	1
Mr. Sunil Malhotra w.e.f. 11th February,2026)	Chairman- Non-Executive Independent Director	0	0
Mr. Jatin Anand	Member- Executive Director	1	1
Mr. Siddhant Sahni	Member- Executive Director	1	1

Terms of Reference:

a. Formulate and recommend to the Board a Corporate Social Responsibility ("CSR") Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
b. Recommend the amount of expenditure to be incurred on CSR activities; and
c. Monitor the CSR Policy of the Company from time to time.
d. Prepare Annual Action Plan on CSR Activities.
e. To review and approve Annual Report on CSR as prescribed under the Companies Act 2013 and rules made thereunder.

The Company has CSR Policy. The objective of CSR Policy is to lay down guidelines to bring effectiveness in its CSR activities which are being undertaken to assist in the sustainable development of the society. The Company strives to actively contribute to the social and economic development of the communities in which it operates. The Company believes in making sustained efforts towards promoting education and health care, eradicating hunger, poverty, and malnutrition.

The Company's CSR Policy is available on the Company's website and other details about CSR spending are part of the Directors' Report.

- **Banking Finance and Operational Committee**

The Committee comprises of Mr. Harsh Kumar Anand, Chairman, Mr. Yogesh Sahni, Mr. Jatin Anand, Mr. Karan Anand and Mr. Siddhant Sahni as members of the Committee.

Meeting and Attendance

During the year the Eight (8) meetings of the committee were held on 08th May, 2025, 26th May, 2025, 19th July, 2025, 4th August 2025, 13th October 2025, 03rd December, 2025, 07th February 2026, and 05th March 2026.

Constitution as on 31.03.2024 and Attendance:

Name	Designation and Category	Meeting(s) Held during Tenure	Meetings Attended
Mr. Harsh Kumar Anand	Chairman- Executive Director	8	8
Mr. Yogesh Sahni	Member- Managing Director	8	8
Mr. Jatin Anand	Member- Executive Director	8	8
Mr. Karan Anand	Member- Executive Director	8	8
Mr. Siddhant Sahni	Member- Executive Director	8	8

Terms of Reference:

a) To take decisions in connection with availing of financial facilities/borrowings of any kind and/or lending and/or making investments of the surplus funds of the company and/or giving of guarantee/s or providing securities, by way of pledge of securities held by the Company or otherwise, to secure loans or other financial assistance of companies or other companies/bodies corporate subject to restrictions under any other applicable provisions of the Companies Act, 2013, and upto the limits approved by the shareholders of the company at general meeting in this regard from time to time and to authorize Directors/officials of the company for signing/ execution of any agreements, MOU(s), affidavits/declarations and other necessary financing documents in connection therewith, including affixation of common seal, if any, on behalf of the Company.

b) To furnish Performance/Corporate Guarantee in connection with the Contracts of the Company in India/abroad.

c) To approve and/or acceptance of security deposits in the routine course of business of the company for the performance of the contract for supply of goods.

d) To approve financing of Bank Guarantees;

e) To authorize Company Directors/officials to file necessary documents and represent the Company before any Govt. Department -Central/State/Local/semi-govt or private departments including but not limited to Customs, Excise, Income Tax, Sales Tax, Service Tax, Office of Labour Commissioner etc.; PSUs; other authorities- like Municipal Corporation, Water Department; any non-govt. body; to furnish any documents including but not limited to guarantee, undertaking, affidavit, etc. and to do all other acts and deeds as may be necessary/required in connection therewith.

f) To open/close Bank Accounts and to authorize Directors/officials to operate the said accounts and to make any changes in the authorized signatories and all other matters incidental thereto/connected therewith.

g) To authorize Directors/officials to purchase or take on lease any kind of property/land/premises for commercial/residential use of its officials and to sign/execute purchase or lease deed and all other acts and deeds as may be required in this behalf.

h) To authorize Directors/Officials to sign, and/or submit tenders in connection with the company's business, either alone or in consortium with some other entity, enter into negotiations, sign the contract in the event of award of contract and to do all other acts, deeds and things as may be necessary/required in this behalf.

i) To issue POA in favor of any Director/official of the Company as may be required in connection with any matter pertaining to the aforesaid.

j) To authorize Directors/Officials for matters relating to registration, land, tax, legal, project licenses, approvals and any other matter connected with it.
k) To authorize Directors/ Officials for negotiation, signing and execution of matters related to business contracts, supply agreement, MOU's and any other documents to be executed in the normal course of business of the company.

l) To exercise any other power(s) which is deemed incidental, proper, expedient and furtherance to the above-mentioned matters and is not specifically prohibited under any laws, rules and regulations.

IV. REMUNERATION PAID TO DIRECTORS DURING FINANCIAL YEAR 2025-26

Nomination and Remuneration Policy

The Company's Remuneration Policy represents the overreaching approach of the Company to the remuneration of Directors and Senior Management. The objective of the Company's Remuneration Policy is to ensure that all employees, including Executive Directors and Key Managerial Personnel, are sufficiently incentivized for enhanced performance. The Nomination and Remuneration Committee takes into account various factors to determine this Policy and amend it from time to time. The Policy ensures that due regard is given to the Company's financial and the interest of Shareholders and that levels of remuneration are sufficient to attract and retain exceptional employees who can take the Company forward.

The details of criteria for making payment, if any, to Executive Director and Non-Executive /Independent Directors are provided under the Nomination and Remuneration Policy of the Company. The said Policy is available on its website i.e., www.wonderelectricals.com under the Investors Section.

❖ **To Non-Executive Directors**

S. No.	Name of the Directors	Sitting Fee (INR)
1.	Mr. Ankit Tiwari	1,12,000/-
2.	Mr. Vishal Singh	1,12,000/-
3.	Mr. Jugal Kishore Chugh	56,000/-
4.	Mr. Sunil Malhotra	1,12,000/-
5.	Mrs. Monam Kapoor	1,12,000/-
6.	Mrs. Bhawna Saunkhiya	1,12,000/-
7.	Mr. Atul Mital	16,200

❖ **To Executive Directors:**

As per the remuneration policy, the remuneration paid to Executive Directors is recommended by the NRC and approved by the Board, subject to approval of shareholders as when required and such other authorities, as the case may be. The remuneration is arrived at after considering various factors such as qualification, experience, expertise, prevailing remuneration in the industry and the financial position of the Company.

S. No.	Name of the Directors/Designation	Component-Salary	Total remuneration (INR)
1.	Mr. Harsh Kumar Anand Executive Director	24,20,000	24,20,000
2.	Mr. Yogesh Sahni Managing Director	24,20,000	24,20,000
3.	Yogesh Anand Executive Director and CFO	24,20,000	24,20,000
4.	Mr. Karan Anand Whole-time Director	29,50,000	29,50,000
5.	Mr. Siddhant Sahni Whole-time Director	29,00,000	29,00,000
6.	Mr. Jatin Anand Whole-time Director	29,00,000	29,00,000

- No sitting fees were paid to any Executive Director during the Financial Year 2025-26.

❖ **Details of Equity Shares Held by Directors as on 31st March 2026**

Name of the Directors	Number of Equity Shares
Mr. Harsh Kumar Anand	15652800
Mr. Yogesh Sahni	9413300
Mr. Karan Anand	8196000
Mr. Siddhant Sahni	9850000
Mr. Jatin Anand	16320000
Mr. Yogesh Anand	15796800

- The Company has not issued any ADR/GDR/Warrants/ any kind of convertible Securities or Employee Stock Option during the year 2025-26.

- None of the Non-Executive Directors hold any Equity Shares of the Company.

V. GENERAL BODY MEETINGS/POSTAL BALLOT:

The details of date, venue and time of the last three Annual General Meetings, Extra-ordinary General Meeting, Court Convened Meetings held and Special Resolutions passed are as under:

16th ANNUAL GENERAL MEETING (24-25)- Wednesday, 24th September 2025 at 12:00 Noon (IST) Venue: Through Video Conferencing 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020 (Deemed Venue)
Special Resolutions Passed-

1. To approval for increase in overall borrowing limits of the company as per section 180 (1)(c) of the companies act, 2013
2. To approve creation of charge/mortgage on assets of the company under section 180(1)(a) of the companies act, 2013
3. To approve and increase the limits for loans, guarantees, securities and investments under section 186 of the companies act, 2013
4. To obtain approval to advance any loan/give guarantee/provide security under section 185 of the companies act, 2013

15th ANNUAL GENERAL MEETING (23-24)- Tuesday, 24th September 2024 at 12:00 P.M. (IST) Venue: Through Video Conferencing 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020 (Deemed Venue) **Special Resolutions Passed-** 1. To Re-Appointment of Mr. Jatin Anand (Din: 07507727) as Whole-Time Director of the Company for A Period of Five (5) Years. 2. To Re-Appointment of Mr. Karan Anand (Din: 05253410) as Whole-Time Director of the Company for A Period of Five (5) Years. To Re-Appointment of Mr. Siddhant Sahni (Din: 07508004) as Whole-Time Director of the Company for A Period of Five (5) Years.
14th ANNUAL GENERAL MEETING (22-23)- Thursday, 28th September, 2023 at 2:00 P.M. (IST) Venue: Through Video Conferencing 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020 (Deemed Venue) **Special Resolutions Passed-** 1. To consider and approve the proposed acquisition/purchase of manufacturing business of Uttaranchal industries (“the partnership firm”) against the consideration of issuance of 5% non-convertible, non- participating and non-cumulative redeemable preference shares to the partnership firm.

Details of Resolution passed through Postal Ballot

- On March 19, 2026, one special resolution has passed by the members of Company through postal ballot notice dated 11th February 2026 only through remote e-voting.

Ms. Rubina Vohra, Proprietor at M/s. Rubina Vohra & Associates, Practising Company Secretary (Membership No. F9277 and Certificate of Practice No. 10930), was appointed as scrutinizer for conducting the postal ballot along with e-voting in a fair and transparent manner. Details of voting on above resolution is as under:

Resolution	Details of resolution	Resolution passed on	Total no. of votes in favour	Total no. votes against	% of votes in favour	% of votes against
Special	Appointment of Mr. Atul Mital (DIN: 01391029) as an Independent Director of the company	19th March,2026	109639464	20	100%	0%

Procedure for postal ballot

In compliance with the requirements of Sections 108 and 110 of the Companies Act, 2013 (the ‘Act’) read with the Companies Rules and in accordance with General Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17 /2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021,MCA Circular No. 3/2022 dated 5th May, 2022, MCA Circular No. 09/2023 dated 25th September, 2023, MCA Circular No. 09/2024 dated 19th September, 2024 and General circular no 03/2025 dated 22nd September,2025 (collectively referred as "MCA Circulars") and in view of extra-ordinary circumstances, hard copy of the Notice along with postal ballot forms and prepaid business envelope were not sent to the shareholders for the postal ballot and shareholders were requested to communicate their assent (for) or dissent (against) through remote e-voting only.

Pursuant to Sections 108 and 110 of the Act read with the MCA Circulars mentioned above, the Company had provided only remote e-voting facility to the members. The Company also published notice in the newspapers for the information of the members. Voting rights of the equity shares held by the members as on the cut-off date as per listing regulation.

The Company engaged the services of National Securities Depository Limited (NSDL) for facilitating remote e-Voting to enable the Members to cast their votes electronically.

The Postal Ballot notice(s) was sent to Members of Company whose names appeared in the Register of Members/ Record of Depositories as on respective (Cut-Off Date(s)) through emails to those members who had registered their email IDs with the Company / Depository along with the details of Login Id and Password to the members/shareholders who had registered their email ids with depositories or with the Company.

The resolution was passed with requisite majority, and the date of passing was the last day of voting.

VI. MEANS OF COMMUNICATION:

a) **Results:** Unaudited Quarterly as well as Annual Audited Financial Results of the Company, are approved and taken on record by the Board of Directors of the Company within 45 days (for III quarter)/ 60 days (for IV quarter) from the end of the quarter. The Approved Results are communicated to Stock Exchanges where Company is listed and also published within 48 hours in Financial Express i.e., English Newspaper and Jansatta i.e., Hindi leading Newspaper.

b) **Website:** The Company's website (www.wonderelectricals.com) provides comprehensive information on Company's profile, its business lines, Management, Corporate Governance, policies etc. An exclusive section is dedicated to Investors, where all information related to quarterly/yearly results, Annual Report, quarterly filing, meetings etc. are uploaded from time to time. It provides all the information as prescribed under Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Public Announcements made by the Company from time to time are also displayed on the Company's website.

c) **Annual Report:** Annual Report containing, inter alia Financial Statements, Cash Flow Statement, Auditor's Report, Directors' Report, Notice of Annual General Meeting and other important information is circulated to Members and others entitled thereto. In accordance with the Green initiatives of the MCA, all important communication to shareholders, including the Annual Reports are sent via e-mail to those Shareholders, whose e-mail id is registered with the Depository Participants. As per MCA General Circular No. 20/2020 issued on 5th May, 2020 as amended from time to time, in view of the prevailing situation, owing to the difficulties involved in dispatching physical copies of the financial statements (including the Board's report, Auditor's Report or other documents required to be attached therewith), such statements shall be sent only by email to the members and all other person so entitled. Therefore, the Company will not dispatch the physical copy of the Annual Report. The Annual Report of the Company is also available on the Company's website in a user-friendly and downloadable form.

d) **Management Discussion and Analysis (MDA) Report:** The Report on MDA forms part of the Annual Report.

e) **Intimation to the Stock Exchanges:** All Price Sensitive information and material events are disclosed to the Stock Exchange(s), in accordance with its Materiality Policy on disclosure of Material Events.

The objective of the Materiality Policy is to ensure timely and adequate disclosure of material events and price-sensitive information under Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company. All such disclosures are signed by

Managing Director, or Compliance Officer. This information is also posted on the website of the Company.

VII. GENERAL SHAREHOLDERS' INFORMATION:

a) **17th Annual General Meeting for the Financial Year ended 31st March, 2026.**
Day & Date: Friday, 25th September 2026
Time: 12:00 Noon
Via Video Conferencing
Deemed Venue: Registered Office: 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020.

b) **Financial Year**: 1st April 2026 to 31st March 2027

c) **Dividend-** During the financial year 2025-26, the Board of Directors (Board') has declared an interim dividend of Rs.0.10/- per equity share of the face value of Rs.1/- each on February 11, 2026, which was paid to the shareholders within prescribed timeline.

d) **Book Closure Date/Record Date:** There being no physical shareholders in the Company, the Register of Members and Share Transfer Books of the Company will not be closed.

e) **Securities Listed on Stock Exchange(s)**: The Company's Equity Shares are listed on the main Board of National Stock Exchange of India Limited and BSE Limited w.e.f. **17th January 2022**. The ISIN of the Company is "**INE02WG01024**".

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

Scrip Code: 543449

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Symbol: WEL

- Annual listing fees for the Financial Year 2026-27 have been paid to the above Stock Exchange(s).

f) **Market Price Data:**

The details of monthly high/low market price of the Equity Shares of the Company at BSE Ltd. and at the National Stock Exchange of India Ltd. for the year under review is provided hereunder:

Month	BSE LTD.		National Stock Exchange of India Ltd.	
	High (In ₹)	Low (In ₹)	High (In ₹)	Low (In ₹)
April-25	179.40	147.95	179.99	147.73
May-25	187.95	148.75	190.50	150.00
June-25	182.40	158.55	183.48	158.50
July-25	184.00	151.05	184.00	151.15
Aug-25	166.80	127.10	166.99	127.02
Sept-25	164.35	122.00	162.89	123.15
Oct-25	156.40	126.75	155.00	126.55
Nov-25	202.00	141.10	182.76	140.00
Dec-25	183.15	137.00	183.53	137.20

Jan-26	166.20	136.30	166.00	136.41
Feb-26	154.95	134.00	154.30	134.00
Mar-26	141.65	96.95	142.00	95.94

The performance of the equity share price of the Company to broad based indices at National Stock Exchange of India Limited & BSE Limited is as under:

Months	WEL share Price at NSE**	NIFTY 50**	WEL Share price at BSE**	SENSEX**
April-25	156.13	24,334.20	155.95	80,242.24
May-25	180.50	24,750.70	179.75	81,451.01
June-25	161.76	25,517.05	161.95	83,606.46
July-25	162.08	24,768.35	162.50	81,185.58
Aug-25	130.30	24,426.85	130.55	79,809.65
Sept-25	125.28	24,611.10	125.20	80,267.62
Oct-25	150.57	25,722.10	150.55	83,938.71
Nov-25	177.70	26,202.95	177.50	85,706.67
Dec-25	150.67	26,129.60	150.80	85,220.60
Jan-26	138.79	25,320.65	138.95	82,269.78
Feb-26	141.15	25,178.65	141.05	81,287.19
Mar-26	95.94	22,331.40	96.95	71,947.55

** Closing Data on the last day of the month.

Financial Calendar for the financial Year from 1st April 2026 to 31st March 2027

Result for the quarter ending	Result announcement
First quarter ending on 30th June, 2026	On or before 14th August 2026
Second quarter ending on 30th September, 2026	On or before 14th November 2026
Third quarter ending on 31st December, 2026	On or before 14th February 2027
Financial Year ending on 31st March, 2027	On or before 30th May 2027

g) Share Transfer System:

In terms of requirements of regulation 40 of the SEBI (LODR) Regulations, 2015 securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities.

Pursuant to the SEBI (Depositories and Participants) Regulations, 1996 and SEBI (Depositories and Participants) Regulations, 2018, certificates have also been obtained from a Practicing Company Secretary for timely dematerialization of the shares of the Company. Also as required by the Securities and Exchange Board of India (SEBI), a quarterly reconciliation of Share Capital Audit is being carried out by Practicing Company Secretary with a view to reconcile the Total Share Capital admitted with National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL], with the issued and listed Capital of the Company. The Practicing Company Secretary's Certificates with regard to this is submitted to National Stock Exchange of India Limited and BSE Limited and are placed before the Board of Directors at every quarter.

M/s. KFin Technologies Limited (formerly known as KFin technologies Pvt. Ltd.) is the Registrar and Transfer Agent (RTA) of the Company and carries out the process of share transfers and transmissions. Stakeholders' Relationship Committee takes note of the transfers and transmissions executed by RTA, if any.

h) Registrar and Transfer Agents:

M/s. KFin Technologies Limited
Add: 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400070
Phone Nos.: +91-022 4617 0911 / +91-22-49620337
Website: www.kfintech.com;
E-mail: dalvianil.shantaram@kfintech.com; einward.ris@kfintech.com

i) Address of Correspondence:

Wonder Electricals Limited
(CIN: L31900DL2009PLC195174)
Mr. Dhruv Kumar Jha,
Company Secretary & Compliance Officer
45, Ground Floor, Okhla Industrial Estate, Phase-III,
New Delhi-110020
Email: cs@wonderelectricals.com
Ph. No. 011-66058952

j) Plant(s) Locations:

UNIT: I Khasra No. 105-106, Raipur Industrial Area Bhagwanpur, Roorkee, Uttarakhand-247667	**UNIT: II** Plot No. 4, Industrial Park, Kucharam village, Manoharabad Mandal, Medak, Telangana- 502336
UNIT: III Plot No. 33 Sector 8A, Sidcul, Haridwar, Uttarakhand- 249403	**UNIT: IV** Plot No-14, Sector 6A IIE, Sidcul, Haridwar Uttarakhand-249407

k) Dematerialization of Shares and Liquidity:

The entire share capital of the Company is held by the members in dematerialised form as on 31St March 2026, 1,34,00,8000 Equity Shares of the Company were held in dematerialized form. The Company's Equity Shares are actively traded on the BSE Ltd. and National Stock Exchange of India Limited in demat form. All the requests for nomination, change of address, change of Bank mandate/ Bank particulars and dematerialization of Shares etc. are to be made only to the Depository Participant with whom the Shareholders have opened their Demat Account.

RECONCILIATION OF SHARE CAPITAL AS ON 31.03.2026

Segments	**Holding**	**% of Holding**
NSDL	81398479	60.74%
CDSL	52609521	39.26%
Demat- (NSDL + CDSL)	1,34,00,8000	100.00
Total Shareholding (Listed)	**1,34,00,8000**	**100.00**

On 31/10/2023, Company allotted 2342665 unlisted 5% non-convertible, non-participating and non-cumulative redeemable preference shares (NCRPS) having face value of INR. 100/- per share and on 04/03/2024, the Company has redeemed 3,50,000 NCRPS Rs. 100/- per share, pursuant to the terms and conditions set out in the term of issue. So, as on 31st March,2026 Company has 19,92,665 5% NCRPS (Unlisted).

SHAREHOLDING PATTERN AS ON 31st MARCH 2026:

Description	No. of Cases	Total Shares
PROMOTER GROUP	5	50434000
PROMOTERS	3	40862900
FOREIGN PROMOTERS	1	4910000
FOREIGN PORTFOLIO - CORP	7	12834142
FOREIGN PORTFOLIO - CORP	1	531960
RESIDENT INDIVIDUALS	9769	10433821
NON-RESIDENT INDIAN NON REPATRIABLE	39	32668
NON-RESIDENT INDIAN REPATRIABLE	51	26370
BODIES CORPORATES	49	13599551
H U F	105	342588
Total:	10030	134008000

DISTRIBUTION OF SHAREHOLDING AS ON 31st MARCH 2026:

Sno	Category	No. of Cases	% of Cases	Amount	% to Equity
1	1-5000	9789	97.60	1723819.00	1.29
2	5001- 10000	93	0.93	679753.00	0.51
3	10001- 20000	42	0.42	602793.00	0.45
4	20001- 30000	29	0.29	703041.00	0.52
5	30001- 40000	11	0.11	401043.00	0.30
6	40001- 50000	9	0.09	406705.00	0.30
7	50001- 100000	19	0.19	1294461.00	0.97
8	100001& Above	38	0.38	128196385.00	95.66
	Total:	**10030**	**100.00**	**134008000.00**	**100.00**

l) Foreign Exchange Risk

During the course of business of the Company, there are import and export of goods and materials. In view of the fluctuation of the foreign currency rate, the Company is exposed to the foreign exchange risk.

Further the Company is exposed to the risk associated with fluctuation in the prices of the commodity used for the manufacturing and trading activities.

The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

m) Credit Ratings

During the year, the Company has not issued any debt instruments or any fixed deposit program or any scheme or proposal involving mobilization of funds whether in India or abroad and as such the requirement of obtaining a credit rating was not applicable to the Company.

Further, CRISIL Limited has reaffirmed its rating on the long-term bank facilities of the Companies as CRISIL BBB/Stable.

VIII. DISCLOSURES:

a) Related Party Transactions:

Pursuant to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2015, necessary approvals for transactions with Related Parties were obtained from the Audit Committee, the Board and the Members, during the FY 2025-26.

The Policy of Related Party Transactions, is available on the Company's website at the following link https://www.wonderelectricals.com/wp-content/uploads/2023/05/WEL_RPT_policy.pdf.

Disclosures on materially significant Related Party Transactions that may have potential conflict with the interest of the Company at large:

All related party transactions which were entered during the Financial Year were in the ordinary course of business and at arm's length basis. During the year under review, there were no materially significant related party transactions entered by the Company with the Promoters, Directors, Key Managerial Personnel or other people which may have a potential conflict with the interests of the Company.

A statement with respect to all related party transactions was presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms and conditions of transactions. All the related party transactions entered during the Financial Year were on arm's length basis and in the ordinary course of business.

The disclosures with regard to transactions with Related Parties are given in the Notes to Accounts of the Audited Financial Statements for the Financial Year ended 31st March, 2026.

b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to the Capital Markets during the last three years:

The Company has been strictly adhering to the applicable Rules and Regulations prescribed by SEBI. No penalties or strictures were imposed on the Company by the BSE/NSE or SEBI or any other Statutory Authority on any matter related to the capital markets during the year.

Further NSE and BSE imposed fine during FY 2024-25 for one day delay filing of Related party transactions report in XBRL mode. The fine amount was 5000 each stock exchange with applicable tax.

c) Disclosure of Accounting Treatment:

The Financial statements are prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the

Act') as amended from time to time and rules and other relevant provisions of the Act to the extent applicable.

d) Compliance Certificate

The Compliance Certificate as stipulated in Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the Board along with the Financial Statements for the Financial Year ended 31st March 2026 and the Board reviewed the same. The said Certificate is annexed to this Report.

e) Whistle Blower Policy and affirmation that no personnel have been denied access to Audit Committee:

The Company has a Whistle Blower mechanism for any stakeholder to report concerns about unethical behavior or actual or suspected fraud of all kinds, including alleged fraud by or against the Company, abuse of authority, whether made by a named complainant or anonymously. No person has been denied access to the Chairman of the Audit Committee. The Policy is available on the Company's website at the following link https://www.wonderelectricals.com/wp-content/uploads/2023/05/WEL_Vigil-Mechanism.pdf . No complaint under this head was reported during the year under review.

f) Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed for ensuring that all employees work in an environment that not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights. As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder, the Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace, for the prevention of sexual harassment which is aimed at providing every woman at the workplace a safe, secure and dignified work environment and constituted Internal Complaints Committees ('ICC') to deal with complaints relating to sexual harassment at workplace.

ICCs have been constituted as per procedure prescribed in the law. All complaints are investigated and conducted as per the tenets of the law and Company policy. The investigation reports and recommendations are forwarded to the Managing Director for action. The details of ICC members have been prominently displayed across all offices in publicly accessible areas. Further, awareness and training sessions about the Prevention of Sexual Harassment at workplace are being conducted.

Status of Complaints is as follows:
Number of Complaints Filed during Financial Year 2025-26-Nil
Number of Complaints disposed of during Financial Year 2025-26-Nil
Number of Complaints pending at the end of Financial Year 2025-26-Nil

The Policy framed for the prevention of Sexual Harassment of Women at the Workplace is available on the Company's website at the following link https://www.wonderelectricals.com/wp-content/uploads/2023/05/WEL_POSH-Policy.pdf

g) During the financial year 2025-26, there was no instance where the Board had not accepted any recommendation of any committee of the Board which is mandatory.

h) Disclosure by Listed Entity and its Subsidiaries of Loans and Advances in the nature of loans to firms/companies in which directors are interested by name and amount:

No Loans and Advances in the nature of loans to firms/companies in which Directors are interested were given during the financial year.

i) A Certificate from Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by SEBI / Ministry of Corporate Affairs or any other such authority

M/s. Rubina Vohra & Associates, Company Secretaries in Practice, has duly verified and checked that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by SEBI / Ministry of Corporate Affairs or any other such authority. Based on the above verification, they have given a Certificate in this regard which is annexed to this Report.

j) Total Fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis to Statutory Auditors and all entities in the network Firm/ Network entity to which the Statutory Auditors is a part

During Financial Year 2025-26, Total fees paid for all the services to the statutory auditors is Rs. 1,00,000.

*The above amount is exclusive to GST and inclusive of out-of-pocket expenses. All payments have been made for the Company only and no payments have been made for its subsidiary Company.

k) Weblink for various Policies

The details of various other policies applicable to the Company are available in the Policies and Code of Conduct under the **Investors tab** on the Company's website. https://www.wonderelectricals.com/policies-and-code-of-conduct/.

l) Compliance Certificate from practicing Company Secretaries for Compliance with Conditions of Corporate Governance

Compliance Certificate from the practicing Company Secretaries for Compliance of Conditions of Corporate Governance in terms of Part E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been annexed as **Annexure-1** to this Report of the Company.

IX. CORPORATE GOVERNANCE COMPLIANCE:

A. Compliance with mandatory & non-mandatory requirements

The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company has fulfilled the following non-mandatory requirements as prescribed in Schedule II, PART E of Regulation 27(1) of (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **Audit Qualifications:** It has always been the Company’s endeavor to present unqualified Audited Financial Statements. There is no Audit Qualification/adverse remark in the Statutory Audit Report, Secretarial Audit Report, and Secretarial Compliance Report of the Company for the Financial Year ended 31st March 2026.

- **Reporting of Internal Auditor:** The Internal Auditor’s report direct to the Audit Committee.

- **Shareholders' rights:** As the quarterly/half yearly financial results are published in newspapers and are also posted in the website of the Company, they are not being sent to the shareholders separately.

B. The Company has complied with all the requirements of Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 except regulation 21 & 24, which does not apply to the Company.

For and on behalf of Board of Directors
Wonder Electricals Limited

Sd/-
Harsh Kumar Anand
Chairman
(DIN:00312438)

Date: 12.08.2026
Place: New Delhi

DECLARATION STATING THE COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

I, Yogesh Sahni, Managing Director of Wonder Electricals Limited hereby declare that as of March 31, 2026, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of Directors and Senior Management laid by the Company.

For WONDER ELECTRICALS LIMITED

Sd/-
Yogesh Sahni
Managing Director
(DIN:00811667)

Date: 12-08-2026
Place: New Delhi

Annexure-1

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To
The Members of
Wonder Electricals Limited,
Corporate Identity No: L31900DL2009PLC195174
45 Ground floor Okhla Industrial Estate Phase-3
New Delhi-110020

We have examined the compliance with conditions of Corporate Governance by Wonder Electricals Limited (‘the Company’), for the financial year ended on March 31, 2026, as per Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’).

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

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

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) and paragraphs C and D of Schedule V of the Listing Regulations during the financial year ended March 31, 2026.

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

For Rubina Vohra & Associates
Company Secretaries

Place: Noida
Date: 12.08.2026

Sd/-
(Rubina Vohra)
Proprietor
FCS No: 9277
CP No: 10930
Peer Review No.1829/2022
UDIN: F009277H001089510

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

To,
The Members of
Wonder Electricals Limited
45, Ground Floor, Okhla Industrial Estate,
Phase-III, New Delhi-110020

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Wonder Electricals Limited** having **CIN – L31900DL2009PLC195174** and having registered office at **45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020** (hereinafter referred to as ('the Company'), produced before us by the Company for the purpose of issuing this Certificate for the Financial Year ending on 31st March, 2026, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).

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

Details of Directors:

Sl.No.	Name of Director	DIN	Date of Appointment
1.	Mr. Harsh Kumar Anand	00312438	07/06/2013
2.	Mr. Yogesh Anand	00425775	17/10/2024
3.	Mr. Yogesh Sahni	00811667	07/06/2013
4.	Mr. Karan Anand	05253410	12/05/2016
5.	Mr. Jatin Anand	07507727	12/05/2016
6.	Mr. Siddhant Sahni	07508004	12/05/2016
7.	Mr. Sunil Malhotra	08183343	30/07/2018
8.	Mr. Ankit Tiwari	08243061	12/11/2021
9.	Mr. Vishal Singh Bhadauria	07500944	12/11/2021
10.	Mrs. Monam Kapoor	09278005	21/10/2022
11.	Mrs. Bhawna Saunkhiya	10683032	12/11/2024
12.	Mr. Atul Mital	01391029	11/02/2026

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our role is limited to verification based on documents, disclosures and information made available to us and to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Rubina Vohra & Associates
Company Secretaries

Place: Noida
Date: 12.08.2026

Sd/-
(Rubina Vohra)
Proprietor
FCS No: 9277
CP No: 10930
Peer Review No.1829/2022
UDIN: F009277H001089334

COMPLIANCE CERTIFICATE OF MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO) PURSUANT TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors
Wonder Electricals Limited

We, Mr. Yogesh Sahni, Managing Director and Mr. Yogesh Anand, Executive Director & Chief Financial Officer of Wonder Electricals Limited, certify that:

A. We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2026, and to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

2. 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. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2026, 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 the internal control system of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee that we have not come across any reportable deficiencies in the design or operation of such internal controls.

D. We further certify that we have indicated to the Auditors and the Audit Committee:

1. There have been no significant changes in internal control over financial reporting during the year;
2. There are changes in the accounting policies during the year on account of Ind-AS adoption and the same have been disclosed in the notes to the financial statements; and
3. There have been no instances of significant fraud, of which we have become aware, involving management or any employee having a significant role in the Company's internal control system over financial reporting.

For WONDER ELECTRICALS LIMITED

Sd/-
Yogesh Sahni
Managing Director

For WONDER ELECTRICALS LIMITED

Sd/-
Yogesh Anand
Executive Director & CFO

Place: New Delhi
Date: 12.08.2026

Independent Auditors' Report

To The Members of
M/s Wonder Electricals Limited
New Delhi

Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **M/s Wonder Electricals Limited** (the Company), which comprise the Balance Sheet as at **31st March, 2026**, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the state of affairs of the Company as at 31st March'2026, its profit/loss and its cash flows for the year ended on that date.

a) In the case of the balance sheet, of the state of affairs of the company as at March 31, 2026;

b) In the case of the Profit and Loss Account, of the profit for the period ended on that date and;

c) In the case of cash flow statement, for the cash flows for the year ended on that date;

d) And the changes in equity for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Indian Accounting Standards (Ind AS) 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 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 Companies Act, 2013 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. On our test check basis there is no matter during the year under audit which required to be reported in our report.

Information other than the financial statements and auditors' report thereon

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

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of directors is responsible for the matter stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance of the Company and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting standards (IND AS) notified under the Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent' and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit

evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

Other Matters:-

Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility 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 audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the Order) issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act,2013 we give in the separate "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid standalone financial statements comply with Indian accounting standards (IND AS) notified under the Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act;

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'"

g. With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act: In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

h. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

(i) The Company does not have any pending litigation which would impact its financial position in its 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.

(iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, 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 any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

(v) During the year, company has distributed interim dividend of Re 1 each to its equity shareholders and distributed dividend to 5% Non-convertible, Non-Participating and Non-Cumulative Redeemable Preference shareholder at fix rate upto 31.03.2026;

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)
UDIN:- 26097767NFSLCQ4442

Place: New Delhi
Date: 28.05.2026

"Annexure-A" to the Auditor's Report"

The Annexure referred to in our report to the members of **Wonder Electricals Limited** ('the Company') for the year ended **31st March, 2026.** We report that:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

   (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment by which all Property, Plant and Equipment are verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification;

   (c) The title deeds of immovable properties are held in the name of the company;

   (d) The company has not revalued any of its property, plant and equipment or any intangible asset during the year;

   (e) No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder;

2. (a) As explained to us, physical verification has been conducted by the management at reasonable intervals in respect of inventory. In our opinion, the frequency of such verification is reasonable;

   (b) Company is availing working capital limit from HDFC Bank & Standard Chartered Bank and monthly statement with respect to book debt, stock and creditors filed by the company with bank and they are broadly in agreement with the books of account of the Company;

3. During the year under audit, the company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties; Hence Clause 3 (iii) (a), (b), (c), (d), (e) or (f) of the said order are not applicable to the company;

4. Company has not provided any Loans, investment, guarantee or security to any person covered u/s 185 and 186 hence this clause is not applicable for the year 2025-26;

5. According to the information and explanation given to us, the Company has not accepted any deposit from the public;

6. Company is required to maintain cost records under section 148(1) of the Act and the same has been maintained by the Company;

7. According to the information and explanation given to us in respect of statutory dues:
   (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, duty of customs, duty of excise, value added tax, cess, Goods and Service Tax (GST) and any other statutory dues with the appropriate authorities, whichever is applicable;

   (b) According to the information and explanations given to us, there are no over dues of Income Tax or Sales Tax or Excise duty or Wealth Tax or Service Tax or duty of Custom or duty of excise or value added tax or cess is pending for deposit due to any dispute with the authorities;

8. During the year, company has not surrendered or disclosed any income during any assessment under the Income Tax Act,1961;

9. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;
   (b) The company is not declared as a wilful defaulter by any bank or financial institution or other lender;
   (c) Term loans were applied for the purposes for which they were obtained;
   (d) Funds raised on short term basis during the year has not utilised for long term purposes;
   (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
   (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

10. (a) According to the records of the Company examined by us and the information and explanations given to us, during the year, company has not raised money by way of Initial Public Offer or further public offer (including debt instruments);
    (b) Company has not made any private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

11. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year;
    (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
    (c) No whistle-blower complaints received during the year by the company;

12. Company is not a Nidhi Company, hence this clause is not applicable;

13. According to the records of the Company examined by us and the information and explanations given to us, transactions made with Related Parties are in compliance with Section 177 and 188 of Companies Act;

14. (a) According to the records of the Company examined by us and the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business;

    (b) As on date of signing of our audit report, the reports of the Internal Auditors for the period under audit has not been received;

15. According to the records of the Company examined by us and the information and explanations given to us, during the year Company has not entered into any non-cash transaction with Directors or person connected with them as per the provisions of Section 192;

16. (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934);

    (b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year;

    (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India;

    (d) Since the company is not a Core Investment Company (CIC) hence this clause in not applicable;

17. Company has not incurred cash losses in the financial year and in the immediately preceding financial year;

18. During the year, there has been no change in the Statutory Auditors of the Company and M/s Tanuj Garg & Associates, Chartered Accountants, continued to act as the Statutory Auditors of the Company;

19. 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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and company is 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. (a) There is no unspent amount on account of CSR Expenditure as covered under section 135 of the Companies act;
    (b) As there is no unspent amount of CSR hence this clause is not applicable on the company;

21. This cause is not applicable in respect of the subsidiary LLP included in the consolidated financial statements, since the provisions of CARO, 2020 are not applicable to LLPs.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)
UDIN:- 26097767NFSLCQ4442

Place: New Delhi
Date: 28.05.2026

"Annexure-B" to the Auditor's Report"

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

Independent Auditor's 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 **M/s Wonder Electricals Limited** ("the Company") as of **31st March 2026** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls 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 (hereinafter referred to as "the Act").

Auditor's 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 judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)
UDIN:- 26097767NFSLCQ4442

Place: New Delhi
Date: 28.05.2026

STANDALONE BALANCE SHEET AS AT 31ST MARCH'2026

(All Amount in INR Lakhs unless otherwise stated)

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		Amount (₹)	Amount (₹)
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	1(i)	4,212.26	4,280.22
(b) Right of Use of Assets	1(ii)	185.36	275.85
(c) Intangible Assets-Goodwil	1(iii)	1,518.68	1,518.68
(d) Financial Assets			
(i) Investments		25.50	-
(e) Deferred Tax Assets (Net)	2	76.10	51.76
(f) Other Non-Current Assets	3	10.42	12.50
(2) Current Assets			
(a) Inventories	4	6,411.17	5,861.35
(b) Financial Assets			
(i) Trade Receivables	5	24,939.28	27,541.93
(ii) Cash & Cash Equivalents	6	2,848.03	2,490.38
(iii) Short-Term Loans and Advances	7	368.42	367.95
(c) Other Current Assets	8	728.54	1,116.74
TOTAL		**41,323.76**	**43,517.37**
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	9	1,340.08	1,340.08
(b) Preference Share Capital (Unlisted)	10	1,580.06	1,580.06
(c) Other Equity	11	7,542.96	6,984.61
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Long-Term Borrowings	12	1,650.94	1,003.82
(ii) Lease Liabilities		201.09	297.67
(iii) Liability Component of Prefernce Share Capital		448.97	412.61
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Short-Term Borrowings	13	9,340.65	11,067.97
(ii) Trade Payables	14		
- Outstanding dues of Micro & Small Enterprises		9,505.33	4,763.88
- Outstanding dues of creditors other than Micro & Small Enterprises		8,169.83	14,254.36
(b) Other Current Liabilities	15	126.92	13.90
(c) Short-Term Provisions	16	1,416.93	1,798.42
TOTAL		**41,323.76**	**43,517.37**

The accompanying notes 1 to 27 are an integral part of the financial statements

This is the Balance Sheet referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

SD/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

SD/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED ON 31ST MARCH'2026

(All Amount in INR Lakhs unless otherwise stated)

Sr. No	Particulars	Note No.	Figures for the Current Period	Figures for the previous reporting period
			Amount (₹)	**Amount (₹)**
I	Revenue from Operations Other	17	65,474.96	89,450.12
II	Income	18	6.04	42.72
III	**Total Revenue (I +II)**		**65,481.00**	**89,492.84**
IV	**Expenses:**			
	Cost of Materials Consumed	19	56,032.18	77,898.85
	Changes in inventories of Finished & Semi-Finished Goods	20	(54.06)	(122.22)
	Manufacturing Expenses	21	1,910.43	2,435.02
	Employee Benefits Expenses	22	4,081.40	4,640.08
	Financial Cost	23	864.24	677.90
	Administrative & Selling Expenses Depreciation	24	665.64	721.96
	and Amortization Expenses	1	777.34	711.07
V	**Total Expenses (IV)**		**64,277.17**	**86,962.67**
VI	Profit before Exceptional, Extra-Ordinary, Tax and Prior Period Items (III- V) Exceptional Items		**1,203.83**	**2,530.17**
VII	Profit before Extra-Ordinary, Tax and Prior Period Items (VI + VII)			
VIII	Extraordinary Items		-	-
IX	Profit before Tax and Prior Period Items (VIII + IX)		**1,203.83**	**2,530.17**
X	**Tax Expenses:**		-	-
XI	(1) Current Tax		**1,203.83**	**2,530.17**
	(2) Deferred Tax Liabilities/(Assets)	2	316.75	649.57
XII	Profit(Loss) after Tax and before Prior Period Items (X-XI) Prior Period Items		(24.33)	(21.12)
XIII	Profit(Loss) after Tax (XII-XIII)		**911.42**	**1,901.72**
XIV	Earning per equity share:		-	-
XV	(1) Basic & Diluted EPS		**911.42**	**1,901.72**
			0.68	1.42

The accompanying notes 1 to 27 are an integral part of the financial statements This is

the Profit & Loss Accunt referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

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(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2026

(All Amount in INR Lakhs unless otherwise stated)

S. No.	Particulars		As at March 31, 2026	As at March 31, 2025
			Amount (₹)	Amount (₹)
I	**CASH FLOWS FROM OPERATING ACTIVITIES**			
	Profit before Tax and exceptional items		1,203.83	2,530.17
	(Adjustment to reconcile profit before tax to cash generated by operating activities)			
	Depreciation		777.34	711.07
	Design & Deveopement Expenses Written off		12.50	12.50
	Pre-Operative Expenses Written off		1.16	-
	Interest on Liability Component of Prefernce Shares		36.37	-
	Add/(Less) Working Capital Adjustment			
	Increase/(Decrease) in Trade Payables		(1,343.08)	373.24
	Increase/(Decrease) in Other Current Liabilities		113.03	(214.90)
	Increase/(Decrease) in Short-Term Provisions		(381.49)	482.67
	Decrease/(Increase) in Trade Receivables		2,602.64	(5,346.78)
	Decrease/(Increase) in Short Term Loan & Advances		(0.46)	(171.20)
	Decrease/(Increase) in Other Current Assets		388.20	(352.09)
	Decrease/(Increase) in Inventories		(549.82)	463.95
	Net Cash Flow from Operating Activities after Working Capital Changes			
	Less: Payment of Taxes		(316.75)	(649.57)
	Net Cash Generated from Operating Activities		**2,543.47**	**(2,160.93)**
II	**CASH FLOWS FROM INVESTING ACTIVITIES**			
	Purchase of Property, Plant and Equipment		(641.06)	(1,358.48)
	Sale/Decrease of Property, Plant and Equipment		51.27	34.31
	Adjustment in Right of Use of Assets (Net)		(29.10)	(1.36)
	Pre-Operative Expenses Incurred during the year		(11.58)	-
	Increase/(Decrease) in Investment		(25.50)	-
	Net Cash used in Investing Activities		**(655.97)**	**(1,325.53)**
III	**CASH FLOWS FROM FINANCING ACTIVITIES**			
	Increase/(Decrease) in Share Capital		-	-
	Increase/(Decrease) in Long-Term Borrowings		647.12	339.36
	Increase/(Decrease) in Lease Liability		(96.59)	250.05
	Increase/(Decrease) in Short-Term Borrowings		(1,727.32)	5,321.92
	Adjustment in Lease Liability through Reserve and Surplus		14.58	(3.72)
	Dividend Paid		(367.65)	(367.65)
	Net Cash used in Financing Activities		**(1,529.84)**	**5,539.95**
IV	**Net Increase/(decrease) in Cash & Cash Equivalents**	**(I+II+III)**	**357.65**	**2,053.50**
V	**Cash & Cash Equivalents at the beginning of the period**		2,490.38	436.88
VI	**Cash & Cash Equivalents at the end of the period**	**(IV+V)**	**2,848.03**	**2,490.38**

The accompanying notes 1 to 27 are an integral part of the financial statements

This is the Cash Flow Statement referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

SD/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

SD/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Balance Sheet as at 31st March'2026

Note No. 1(i)-Property, Plant and Equipment

(All Amount in INR Lakhs unless otherwise stated)

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS ON 01.04.2025	ADDITIONS	(DELETIONS)	TOTA L AS ON	UPTO 01.04.2025	DURING THE PERIOD	ADJUSTMENT	TOTA L AS ON	AS ON 31.03.2026	AS ON 31.03.2025
Land	442.04	-	-	442.04	-	-	-	-	442.04	442.04
Building	2,014.75	8.79	-	2,023.54	843.56	99.39	-	942.94	1,080.59	1,171.19
Furnitures & Fixtures	106.39	11.62	-	118.00	65.52	11.14	-	76.66	41.34	40.86
Office Equipment	306.72	9.62	0.26	316.08	263.81	17.90	-	281.71	34.37	42.91
Plant & Machinery	4,738.23	510.23	27.79	5,220.66	2,405.05	445.60	-	2,850.65	2,370.02	2,333.18
Vehicles	532.01	97.68	23.21	606.47	294.63	75.46	-	370.09	236.38	237.38
Computers & Softwares	79.80	3.14	-	82.93	67.14	8.28	-	75.42	7.52	12.66
Total	**8,219.93**	**641.06**	**51.27**	**8,809.73**	**3,939.71**	**657.76**	**-**	**4,597.47**	**4,212.26**	**4,280.22**
Previous Year	**7,201.69**	**1,052.55**	**34.31**	**8,219.93**	**3,293.80**	**645.91**	**-**	**3,939.71**	**4,280.22**	**3,907.90**

Note No. 1(ii)- Right of Use of Assets

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION/ADJUSTMENT				NET BLOCK	
	AS ON 01.04.2025	ADDITIONS	(DELETIONS)	TOTA L AS ON 31.03.2026	UPTO 01.04.2025	DURING THE PERIOD	ADJUSTMENT	TOTA L AS ON 31.03.2026	TOTA L AS ON 31.03.2026	TOTA L AS ON 31.03.2025
Lease Assets- Roorkee Unit	174.98	-	-	174.98	82.21	41.87	11.19	112.89	62.09	92.77
Lease Assets- Haridwar Unit	212.17	-	-	212.17	29.09	77.71	17.91	88.89	123.27	183.08
Total	**387.15**	**-**	**-**	**387.15**	**111.30**	**119.58**	**29.10**	**201.78**	**185.36**	**275.85**
Previous Year	**154.09**	**305.93**	**72.87**	**387.15**	**120.37**	**65.16**	**74.23**	**111.30**	**275.85**	**33.72**

Note No. 1(iii)- Intangible Assets

Name of Assets	Opening as on 01.04.2025	Additions	(Deletions)	Closing as on 31.03.2026
Goodwill-Acquired*	1,518.68	-	-	1,518.68
Total	**1,518.68**	**-**	**-**	**1,518.68**
Previous Year	**1,518.68**	**-**	**-**	**1,518.68**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-	**SD/-**
HARSH KUMAR ANAND	**YOGESH ANAND**
(Chairman)	(Chief Financial Officer)
DIN: 00312438	PAN: AAEPA6561A

SD/-	**SD/-**
YOGESH SAHNI	**DHRUV KUMAR JHA**
(Managing Director)	(Company Secretary)
DIN: 00811667	PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Balance Sheet as at 31st March'2026

Note No. 2 -Deferred Tax Assets

(All Amount in INR Lakhs unless otherwise stated)

Deferred Tax Assets/(Liabilities)	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a) On Account of Property, Plant & Equipment		
Depreciation as per Books	657.76	645.91
Depreciation as per Income Tax Act	596.57	568.43
Net timing difference on a/c of Property, Plant & Equipment (a)	61.19	77.49
b) On Account of Right to Use of Property		
Depreciation on account of Leased Property	119.58	65.16
Interest on account of Leased Property	22.36	27.14
Rent as per Income Tax Act	142.26	85.14
Net timing difference on a/c of Leased Property (b)	(0.32)	7.15
c) On Account of Security Deposit		
Interest Income on security deposit as per Ind AS	0.55	0.74
Interest Income on security deposit as per Income Tax Act	-	-
Net timing difference on a/c of Security Deposit (c)	0.55	0.74
d) On Account of Liability Component of Preference Share Capital		
Interest on account of Liability Component of Prefernce Share Capital	36.37	-
	36.37	-
Net timing difference (a+b-c)	60.32	83.90
Deferred Tax Assets/(Liabilities) during the period	24.33	21.12
Opening Balance of Deferred Tax Assets/(Liabilities)	51.76	30.65
Total	**76.10**	**51.76**

Note No. 3 -Other Non-Current Assets

Other Non-Current Assets	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a) Export Development Expenses	12.50	25.00
Less:- Export Development Expenses written off	12.50	12.50
	-	12.50
b) Pre-Operative Expenses		
Opening Balance	-	-
Add:- During the year	11.58	-
	11.58	-
Less:- Pre-Operative Expenses written off	1.16	-
	10.42	-
Total	**10.42**	**12.50**

Note: 1. Export Development expenses is being written off in 5 years started from FY 2021-22;
2. During the year, Company has incurred expenses for set-up of a new unit in the state of Haridwar. Pre-Operative Expenses is being written off in 5 years started from 01st October'2025;

Note No. 4 -Inventories

Inventories	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Raw Materials	4,214.28	3,717.39
Consumable Stores	10.55	9.37
Scrap	164.24	166.54
Finished Goods	1,235.96	1,256.91
Semi Finished Goods	786.14	711.13
Total	**6,411.17**	**5,861.35**

Note No. 5 -Trade Recievable

Trade Receivables	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Considerd Good but unsecured	24,939.28	27,541.93
Total	**24,939.28**	**27,541.93**

Trade Recievables ageing schedule

Particular	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Undisputed Trade receivables - considered good		
Less than Six Months	20,235.27	26,335.50
Six Months to 1 year	3,334.51	1,121.02
1 to 2 years	1,365.37	43.54
2 to 3 years	-	41.88
More than 3 years	4.14	-
Total	**24,939.28**	**27,541.93**

Note No. 6 - Cash & Cash Equivalents

Cash & Cash Equivalents	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Balances with Banks	15.15	1.54
Fixed Deposits with Bank	0.10	0.10
Cheques on Hand	2,797.09	2,449.71
Cash on Hand	35.69	39.03
Total	**2,848.03**	**2,490.38**

Note No. 7 - Short Term Loan & Advances

Short Term Advances (Unsecured, Considered Good)	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Advance to Suppliers	304.16	334.26
Advance to Staff/Workers	47.91	33.70
Loan to Subsidiary	16.34	-
Total	**368.42**	**367.95**

Note No. 8 - Other Current Assets

Other Current Assets	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Balances With Revenue Authorities (Advance Income Tax, Vat etc)	477.16	899.46
LIC- Pension & Gratuity Scheme	39.97	9.97
Prepaid Expenses	32.39	19.52
Security Deposits	118.57	104.50
CSR Expenditure Incurred in Advance	60.46	83.30
Total	**728.54**	**1,116.74**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

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HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

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YOGESH ANAND
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PAN: AAEPA6561A

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(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Balance Sheet as at 31st March'2026

Note No. 9-Equity Share Capital

A. Details of Authorised, issued and paid up share capital

(All Amount in INR Lakhs unless otherwise stated)

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Amount (₹)	Number	Amount (₹)
Authorised				
Equity Shares	135,000,000	1,350.00	135,000,000	1,350.00
Issued, Subscribed & fully Paid up				
Equity Shares	134,008,000	1,340.08	134,008,000	1,340.08
Par value per equity shares	1	1	1	1
Subscribed but not fully Paid up				
Equity Shares of Rs. 1 each fully paid	-	-	-	-
Total	**134,008,000**	**1,340.08**	**134,008,000**	**1,340.08**

B. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	Equity Shares			
	As at 31st March 2026		As at 31st March 2025	
	Number	Amount (₹)	Number	Amount (₹)
Shares outstanding at the beginning of the period	134,008,000	1,340.08	13,400,800	1,340.08
Shares Issued during the period	-	-	-	-
Shares split during the year	-	-	134,008,000	1,340.08
Shares bought back during the period	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the period	**134,008,000**	**1,340.08**	**134,008,000**	**1,340.08**

C. Details of share holders holding more than 5% shares in the company

Name of Shareholders	Equity Shares			
	As at 31st March 2026		As at 31st March 2025	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Yogesh Anand	15,796,800	11.79%	15,796,800	11.79%
Harsh Kumar Anand	15,652,800	11.68%	15,652,800	11.68%
Yogesh Sahni	9,413,300	7.02%	9,413,300	7.02%
Jatin Anand	16,320,000	12.18%	16,320,000	12.18%
Rohit Anand	8,196,000	6.12%	8,196,000	6.12%
Karan Anand	8,196,000	6.12%	8,196,000	6.12%
Siddhant Sahni	9,850,000	7.35%	9,850,000	7.35%
Neerja Sahni	7,872,000	5.87%	7,872,000	5.87%
Samarth Sahni	4,910,000	3.66%	4,910,000	3.66%
Public Share Holding	37,801,100	28.21%	37,801,100	28.21%
Total	**134,008,000**	**100%**	**134,008,000**	**100%**

D. Reconciliation for the period of five years immediately preceding the date of Balance Sheet

Year ended on	Shares allotted as fully paid up pursuant to contract without payment being received in cash		Shares allotted as fully paid up by way of bonus shares	
	Class of shares	No. of Shares	Class of shares	No. of Shares
i). Year ended on 31.03.2022	-	-	Equity Shares	5,025,300
Total		-		

E. Shareholding of Promoters at the end of the year

Name of Promoter*	Equity Shares		
	No of Shares	% of total Shares	% Change during the year**
Yogesh Anand	15,796,800	11.79%	NA
Harsh Kumar Anand	15,652,800	11.68%	NA
Yogesh Sahni	9,413,300	7.02%	NA
Jatin Anand	16,320,000	12.18%	NA
Rohit Anand	8,196,000	6.12%	NA
Karan Anand	8,196,000	6.12%	NA
Siddhant Sahni	9,850,000	7.35%	NA
Neerja Sahni	7,872,000	5.87%	NA
Samarth Sahni	4,910,000	3.66%	NA

*"promoter" means a person—
(a) who has been named as such in a prospectus or is identified by the company in the annual return referred to in section 92; or
(b) who has control over the affairs of the company, directly or indirectly whether as a shareholder, director or otherwise; or
(c) in accordance with whose advice, directions or instructions the Board of Directors of the company is accustomed to act;

** percentage change has been computed with respect to the number of shares held at the beginning of the year and number of shares held at the end of the year. During the year, Bonus shares were issued by the Company accordingly shares were issued to promoters also in proportion to their shareholding.

F. Rights, preferences and restrictions attached to the ordinary shares

The ordinary shares of the company having par value of Rs. 1 each per share rank *pari passu* in all respect including voting rights and entitlement to dividend.

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

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DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Balance Sheet as at 31st March'2026

Note No. 10 - Preference Share Capital

(All Amount in INR Lakhs unless otherwise stated)

Preference Share Capital	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
5% Non- convertible, Non- participating and Non-Cumulative Redeemable Preference Shares issued @ Rs. 100 each	1,580.06	1,992.67
Less:- Transferred to Liability Component of Prefernce Share Capital	-	412.61
Total	**1,580.06**	**1,580.06**

Note No. 11 - Other Equity

Other Equity	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a). Securities Premium Reserve		
Security Premium Received through IPO	1,113.86	1,113.86
Total(a)	**1,113.86**	**1,113.86**
b). Surplus i.e. balance in Statement of Profit and Loss account		
Opening balance	5,520.75	3,990.40
(+) Net Profit/(Net Loss) for the current period	911.42	1,901.72
Closing Balance	6,432.17	5,892.11
Less: Distribution of Dividend		
Distribution of Dividend on Equity Shares	(268.02)	(268.02)
Distribution of Dividend on Preference Shares	(99.63)	(99.63)
Less: Amount Transferred to Capital Redemption Reserve Account	-	-
	(367.65)	(367.65)
Add/(Less): Adjustment IndAs		
Add/(Less): Diferrence of ROU and Lease Liability	5.78	(3.72)
Add/(Less): Difference of Security Deposit	8.80	-
	14.58	(3.72)
Net Surplus (b)	**6,079.10**	**5,520.75**
c). Capital Redemption Reserve Account	350.00	350.00
Total(c)	**350.00**	**350.00**
Total (a+b+c)	**7,542.96**	**6,984.61**

Note:

1. During the year, Company has distributed Final Dividend for the FY 2024-25 @ 10% of face value and Interim Dividend for current year @ 10% of face value to its Equity Share Holders;
2. During the year, Company has distributed Dividend to 5% Non-convertible, Non-participating and Non-Cumulative Redeemable Preference Shares Holder having face value of Rs. 100/- each at fix rate upto 31.03.2026;

Note No. 12 -Long Term Borrowings

Long Term Borrowings	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Secured Loan		
(a) Term Loans		
-HDFC Bank	1,024.80	349.20
-Other Financial Institution	36.71	37.48
(b) Car Loan from Banks	58.11	85.82
Unsecured Loan		
-Loan from Related Parties	531.32	531.32
Total	**1,650.94**	**1,003.82**

Note:-1. The Company has availed term loans from HDFC Bank and Standard Chartered Bank, secured by way of hypothecation of stocks, book debts and Plant & Machinery, together with equitable mortgage of factory land and building and personal guarantees of the promoters. The loan from Standard Chartered Bank is secured on pari passu basis with existing charges of HDFC Bank;

2. The rate of interest on the term loans availed from HDFC Bank ranges from 9.10% PA to 9.25% PA, linked to 1-year MCLR and subject to change from time to time based on applicable PLR/MCLR revisions. The term loan availed from Standard Chartered Bank carries interest at 8.42% PA;
3. Company has taken term loan from Candi Solar in 1 Pvt. Ltd. at the rate of interest of 10% for solar plant;
4. The Company has taken car loans from Bank of Baroda, HDFC Bank Axis Bank at the rate of interest of 7.10%PA from Bank of Baroda, 8.51%, 8.70%, 8.80%,9% & 9.10%PA from HDFC Bank and 9%PA from Axis Bank;
5. The company has taken interest free unsecured loan from related party;

Note No. 13-Short Term Borrowings

Short Term Borrowings	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
(a) Working Capital Limit (Secured)		
-HDFC Bank(WCL)	2,836.48	3,604.28
-Standard Chartered Bank	1,385.16	2.59
(b) Current maturities of long-term Debt		
-Term Loan from HDFC Bank	347.90	140.76
-Term Loan from Other Financial Institution	0.78	0.70
-Car Loans	95.24	80.50
(c) Reverse factoring facility (Secured)		
-M1 Exchange- Banks/Other Financial Institution	3,370.99	6,437.14
-M2 Exchange- Banks/Other Financial Institution	1,025.31	802.01
(d) Unsecured Loan		
-Related Parties	278.79	-
Total	**9,340.65**	**11,067.97**

Note:-1. The Company has availed WC limit from HDFC Bank and Standard Chartered Bank, secured by way of hypothecation of stocks, book debts and Plant & Machinery, together with equitable mortgage of factory land and building and personal guarantees of the promoters. WC limit from Standard Chartered Bank is secured on pari passu basis with existing charges of HDFC Bank;

2. Rate of Interest on WC limit from HDFC Bank is 8.35% PA linked with 1 year MCLR which change time to time based on PLR and Standard Chartered Bank is 8.42%PA;
3. Current maturities of the term loans and car loans are shown under Short Term Borrowings;
4. Company has also taken factoring & bill discounting facilities through M1 & M2 Exchange for discounting of Purchases. Interest is being paid by suppliers directly to Bank;
5. The company has also taken unsecured loan from Oxyzo Financial Services Private Limited at the rate of interest of 14%PA.

Note No. 14- Trade Payables

Trade Payables	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Outstanding dues of Micro & Small Enterprises	9,505.33	4,763.88
Outstanding dues of creditors other than Micro & Small Enterprises	8,169.83	14,254.36
Total	**17,675.16**	**19,018.24**

Trade Payables ageing schedule

Particular	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
(i) Outstanding dues of Micro & Small		
Less than 1 year	9,505.33	4,763.88
1 to 2 years	-	-
2 to 3 years	-	-
More than 3 years	-	-
(ii) Outstanding dues of creditors other than Micro& Small Enterprises		
Less than 1 year	8,169.83	14,254.36
1 to 2 years	-	-
2 to 3 years	-	-
More than 3 years	-	-
Total	**17,675.16**	**19,018.24**

Note No. 15-Other Current Liabilities

Other Current Liabilities	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Advance From Customers	126.92	13.90
Total	**126.92**	**13.90**

Note No. 16-Short Term Provisions

Short Term Provisions	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Duties & Expenses Payable Provision	1,100.19	1,148.85
for Current Tax	316.75	649.57
Total	**1,416.93**	**1,798.42**

Forming part of Standalone Profit & Loss Account for the period ended on 31st March'2026

Note No. 17 - Revenue from Operations (All Amount in INR Lakhs unless otherwise stated)

Revenue from Operations	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
A. Sales- Domestic	64,297.76	87,714.83
B. Export Sales	36.06	11.48
C. Scrap Sale	1,104.40	1,564.88
D. Other Revenue from Customers	36.74	158.93
Total	**65,474.96**	**89,450.12**

Note No. 18 - Other Income

Other Income	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Interest Received from Banks/NBFCs	-	28.55
Interest on Security with Electricity Department	-	1.57
Interest on Security Deposit as Per IndAS	0.55	0.74
Interest on Income Tax Refund	5.31	-
Other Income	0.18	11.86
Total	**6.04**	**42.72**

Note No. 19 - Cost of material consumed

Material Consumed	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
a) Opening Balance Raw		
Material	3,717.39	4,251.04
Consumable Stores	9.37	7.53
Scrap	166.54	220.90
Sub Total (a)	**3,893.30**	**4,479.47**
b) Add: Purchase during the year		
Raw Material	56,057.61	76,590.91
Consumable Stores	470.34	721.78
Sub Total (b)	**56,527.94**	**77,312.69**
c) Less: Closing Balance		
Raw Material	4,214.28	3,717.39
Consumable Stores	10.55	9.37
Scrap	164.24	166.54
Sub Total (c)	**4,389.06**	**3,893.30**
Cost of Material Consumed	**56,032.18**	**77,898.85**

Note No. 20 - Changes in inventories of Finished & Semi-Finished Goods

Changes in inventories of Finished & Semi-Finished Goods	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
a) Opening Inventory		
Finished Goods	1,256.91	1,178.72
Semi-Finished Goods	711.13	667.11
Sub Total (a)	**1,968.04**	**1,845.83**
b) Less: Closing Inventory		
Finished Goods	1,235.96	1,256.91
Semi-Finished Goods	786.14	711.13
Sub Total (b)	**2,022.10**	**1,968.04**
Changes in inventories of Finished & Semi-Finished Goods	**(54.06)**	**(122.22)**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

SD/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Profit & Loss Account for the period ended on 31st March'2026

Note No. 21 - Manufacturing Expenditure **(All Amount in INR Lakhs unless otherwise stated)**

Manufactuing Expenditure	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Dies & Tools Consumed	17.64	9.32
Material Handling Equipment Expenses	5.82	3.31
Job Work Charges	550.24	761.68
Electricity Expenses	424.70	487.04
Custom Duty Paid	0.05	0.83
ETP Plant Expenses	34.78	31.24
Fuel & Gas Expenses	486.25	668.66
Freight & Cartage Inward	119.45	167.95
Generator Running & Maintenance	12.87	10.47
Loading & Unloading Charges	44.14	43.76
Rent (Factory Premises)	4.50	50.51
Repair & Maintenance (Factory Building)	45.02	34.94
Repair & Maintenance (Building)	38.96	33.48
Repair & Maintenance (Machine)	126.01	131.81
Total	**1,910.43**	**2,435.02**

Note No. 22 - Employee Benefits Expenses

Wages, Salaries, Manpower Supply and other benefit to Employees	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Wages & Allowances	2,121.75	2,582.94
Salaries & Allowances	1,072.23	1,005.35
Directors Remuneration	167.04	135.86
Bonus Paid	87.99	83.45
Production Consultancy/Incentive	290.44	443.02
Professional Tax	0.18	-
Medical Expenses	6.45	6.94
Leave Encashment	80.73	62.26
Labour/Staff Welfare Expenses	67.40	108.00
Gratuity/Ex Gratia Paid	22.95	17.85
Employer's Contribution		
Employees Provident Fund	125.12	143.55
Employees State Insurance Scheme	39.11	50.85
Total	**4,081.40**	**4,640.08**

Note No. 23 - Financial Cost

Financial Cost	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Bank Charges	9.96	8.50
Bill Discounting/LC Charges	206.11	332.11
Interest on Cash Credit	467.81	234.40
Interest on Term Loans	43.31	13.61
Interest on Car Loan	24.81	19.30
Interest-Others	36.92	23.04
Processing Fees	16.60	19.80
Interest on Lease liability as per IndAS	22.36	27.14
Interest on Liability Component of Pereference Shares as per IND AS-32	36.37	-
Total	**864.24**	**677.90**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

SD/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Standalone Profit & Loss Account for the period ended on 31st March'2026

Note No. 24 - Administrative & Selling Expenditure **(All Amount in INR Lakhs unless otherwise stated)**

Administrative & Selling Expenditure	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Advertisement & Publicity	2.34	3.17
Auditor Remuneration	2.05	4.70
Bad Debts Written Off	0.42	19.12
Business Promotion	54.34	37.34
Communication Expenses	8.08	5.32
Commission Paid	-	3.94
Conveyance Expenses	7.14	8.99
CSR Expenditures	32.48	22.22
Design & Development Expenses	12.50	12.50
Charity and Donation	-	0.47
Exchange Rate Difference	-	0.01
Festival/Function Expenses	18.78	31.60
Freight & Cartage-Outward	80.72	86.72
Fees & Subscription	71.45	137.90
Head Office-Maintenance Expenses	18.00	17.24
Houskeeping Expenses	12.19	7.85
Ineligible ITC of GST	10.11	11.44
Insurance Expenses	49.16	49.31
Interest on TDS/GST/ESI	0.07	0.25
Interest on Income Tax	-	5.77
Loss on Sale of Car	0.62	-
Misc Expenses	4.03	2.26
Postage & Courier Charges	18.19	14.33
Printing & Stationery	16.16	17.06
Professional & Consultancy Charges	39.09	32.72
Pre-Operative Expenses Writeen Off	1.16	-
Quality Control & Audit Expenses	1.91	3.87
Repair & Maintenance (Computer)	14.69	12.23
Repair & Maintenance (Others)	25.45	17.48
ROC Fees	0.33	0.53
Security Service Expenses	60.51	58.85
Short & Excess	3.49	1.30
Testing & Sample Expenses	34.57	33.53
Travelling Expenses	19.34	19.15
Vehicle Running & Maintenance	27.23	17.78
Warehouse Expenses	19.06	25.00
Total	**665.64**	**721.96**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

SD/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

SD/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Notes to the standalone financial statements for the year ended 31st March'2026

NOTE NO. 25

1. **Organization structure and nature of Business-** Wonder Electricals Limited is a listed public company limited by shares, incorporated and domiciled in India. Its registered office is located at Okhla Industrial Estate, Phase-III, Delhi, India and factories at Bhagwanpur, Roorkee and SIDCUL, Haridwar in the state of Uttarakhand and at Manoharabad Mandal, Medak, Hyderabad in the state of Telangana. The Company is engaged in the manufacturing of electric goods. Company has diversified market not only in domestic but also has global presence.

2. **Additional Notes to the standalone financial statements**

A) **Contingent liabilities: -**
There is no contingent liability at the year end.

B) Books of accounts of the company have been maintained at Factories at Bhagwanpur, Roorkee and SIDCUL, Haridwar in the state of Uttarakhand and at Manoharabad Mandal, Medak, Hyderabad in the state of Telangana.

3. **Significant Accounting Policies**

a. **Basis of preparation of financial statements:-**
The financial statements of the Company have been prepared in accordance with Indian accounting standards (IND AS) notified under the Section 133 of the Companies Act read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use. Financial statements of the company are prepared under the historical cost convention on the accrual basis except some assets and liabilities which have been measured at their fair value.

The financial statements are presented in INR and all values are rounded to the nearest rupees in lakh.

b. **Current and non-current classification**
The company presents assets and liabilities in the balance sheet based on current/non-current classification

An asset is treated as current when:
(a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
(b) it holds the asset primarily for the purpose of trading;
(c) it expects to realise the asset within twelve months after the reporting period; or
(d) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period;

Current maturities of non-current asset are also termed as current assets.

An entity shall classify a liability as current when:
(a) it expects to settle the liability in its normal operating cycle;
(b) it holds the liability primarily for the purpose of trading;
(c) the liability is due to be settled within twelve months after the reporting period; or
(d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting.

Current maturities of non-current liabilities are also termed as current liability.

Company always classifies deferred tax assets (liabilities) as non-current assets (liabilities).

All other liabilities are classified as non-current.

The operating cycle of a company is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. When the entity's normal operating cycle is not clearly identifiable, it is assumed to be twelve months.

c. <u>Foreign Currency</u>

The company's reporting currency and the functional currency for its operations is Indian Rupees (INR) being the principal currency of the economic environment in which it operates.

(i) Transaction and balances

A foreign currency transaction shall be recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate, of the date on which transaction first qualifies for recognition as per Ind AS's, between the functional currency and the foreign currency at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies outstanding at the end of the reporting period are translated at the exchange rates prevailing as at the end of reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary assets and liabilities or on translating monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognized in statement of profit and loss in the period in which they arise. When a gain or loss on a non-monetary item is recognized in other comprehensive income, any exchange component of that gain or loss shall be recognized in profit or loss, any exchange component of that gain or loss shall be recognized in profit or loss.

Earning & expenditure in foreign exchange are as below:

Particulars	Current Year (₹)	Previous Year(₹)
Earning in foreign exchange	Nil	Nil
Expenditure in foreign exchange	2,29,516/-	Nil

d. <u>Fair value measurement</u>

The Company measures some financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date:

- Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — inputs other than quoted prices included in level 1 that are observed for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognizes transfers between level of the fair value hierarchy at the end of reporting period during which the change has occurred. The management has an established control framework with respect to fair value measurement.

e. **Revenue recognition**

(i) Sales of goods:-

Revenue from the sale of goods shall be recognised when all the following conditions have been satisfied:

(a) the entity has transferred to the buyer the significant risks and rewards of ownership of the goods;
(b) the entity retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
(c) the amount of revenue can be measured reliably;
d) it is probable that the economic benefits associated with the transaction will flow to the entity; and
e) the costs incurred or to be incurred in respect of the transaction can be measured reliably;
f) subsidies and other incentives are recognized on collection/receipt basis;

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies. Taxes, levies or duties are not considered to be received by the Company on its own account and excluded from net revenue.

Warranty is not a separate performance obligation but assurance type warranty and no separate provisions has been accounted for a warranty.

(ii) Rendering of services:

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction shall be recognised by reference to the stage of completion of the transaction at the end of the reporting period.

The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

(a) the amount of revenue can be measured reliably;
(b) it is probable that the economic benefits associated with the transaction will flow to the entity;
(c) the stage of completion of the transaction at the end of the reporting period can be measured reliably; and
(d) the costs incurred for the transaction and the costs to complete the transaction can be measured reliably;

(iii) Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR).

Interest Income from Bank- interest income is recorded on a time- proportionate basis that takes into account the effective interest rate (EIR)

Interest Received from Security with Electricity Board- Interest is recorded on the basis of agreement with Electricity Board while depositing the security amount.

Interest Received on IT Refund- Interest received at half percent per month as per rate defined under Income Tax Act

Other Income- It comprises of Interest Income received from Banks, Electricity board and other misc. interest.

f. Taxation

Income tax expense represents the sum of the current tax payable and deferred tax. The current tax is based on taxable profit for the year, which is determined pursuant to Income Tax Act, 1961. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income, in which case, the current tax and deferred tax are also recognised in other comprehensive income.

Deferred tax liability is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Unrecognised deferred tax assets are reassessed at the end of each reporting year and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

g. Property, Plant and Equipment

Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of plant and equipment and borrowing cost for long-term construction projects. The cost of an item of property, plant and equipment comprises:

(a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

(b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

(c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Subsequent costs are included in the carrying amount of assets or recognised as separate assets, as appropriate, only when it is probable that future economic benefits associated with them will flow to the company and the cost of the item can be measured reliably and it is expected to be used for more than one year.

An item of Property, plant or equipment is derecognised upon disposal or when no future economic benefits are expected from the continued use of assets. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in profit and loss. Depreciation on property, plant and equipment, except leasehold land, has been provided on written down value method as per the useful life of assets prescribed in Schedule II to the Companies Act, 2013.

The residual value of PPE for depreciation purpose is considered as 5% of the original cost of the asset. The estimated useful life of the assets is reviewed at the end of each financial year. Depreciation on the assets added / disposed of during the year is provided on pro-rata basis with reference to the month of addition / disposal. Value of leasehold land is amortised on the basis of lease period or balance life of the project whichever is earlier.

Name of company	Type of Asset	Method of Depreciation	Useful life (years)
Wonder Electricals Limited	Building	Written Down Value method	30
	Furniture & Fixture		10
	Office Equipment		5
	Plant & Machinery		15
	Vehicles		10
	Computer & Others		3

1) Property and Equipment includes Land amounting to Rs. 4,42,04,328, the title of which is held in the name of the Company and the same is presently being used for the purposes of the business.
2) The Company has recorded depreciation charge of Rs. 777.34 Lakhs for the period ended 31 March 2026.

h. <u>Intangible Assets</u>

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

i. <u>Borrowing Costs</u>

Borrowing cost attributable to the acquisition or construction of qualifying/ eligible assets are capitalized as part of the cost of such assets. A qualifying/ eligible asset is an asset that necessarily takes a substantial period of time to get ready for intended use. All other borrowing cost are recognised as expenses and are charged to revenue in the year.

j. <u>Leases</u>

Company as a lessee

The company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

As a lessee

The company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease.

Lease payments included in the measurement of the lease liability comprise the following:

– Fixed payments, including in-substance fixed payments;

– Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

– Amounts expected to be payable under a residual value guarantee; and

– The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

For Operating leases, security expenses is recognized on a straight line basis over the term of the relevant lease.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

k. Inventories

Cost shall comprise:

For Raw Materials and Packing materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in first out method basis.

Finished Goods and Work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in first out basis material cost and includes cost of conversion and cost incurred in bringing the goods to present location and condition.

Stores & Spares: The Stock of stores & spare parts are charged to revenue account except loose tools. Stores are valued at cost calculated on the basis of first in first out method. Provisions are made for unserviceable, damaged, obsolete, slow moving, defective stores and spares identified during the physical stock taking.

Scrap
Scrap is valued at cost or net realizable value whichever is lower.

l. Impairment

At the end of each reporting period, entity assesses whether there is any indication that an asset (tangible or intangible) may be impaired. If any such indication exists, the entity estimates the recoverable amount of the asset. Asset is impaired when its carrying value exceeds its recoverable amount. Where an indication of impairment exists, the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash- generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

m. **Provisions, Contingent Liabilities & Continqent Assets**

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the company, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote. Contingent Assets are not recognised in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate. Where an inflow of economic benefits is probable, an entity shall disclose a brief description of the nature of the contingent assets at the end of the reporting period, and, where practicable, an estimate of their financial effect.

n. **Employee benefits expenses**

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

The company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income. Past Service cost is recognized in the statement of profit & loss in the period of plan amendment.

Defined contribution plan:
Company's contributions paid/payable during the year to Provident Fund, Superannuation Fund and Employee state insurance are recognised in statement of profit and loss.

Compensated absence:
Liability for compensated absence is provided based on accumulated leave credit outstanding to employees as on the date of balance sheet.

Liabilities for short term employee benefits are measured at undiscounted amount of the benefits expected to be paid and charged to Statement of Profit & Loss in the year in which the related service is rendered.

Whereas Company is maintaining the Gratuity funds with LIC and making the premium payment over the period for its maintenance. The post-employment benefits like pension and gratuity are taken under Other Current Assets.

o. **Financial instruments**

A. **Financial assets**:-

(i) **Initial recognition and measurement**
All financial assets are recognised initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on

the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) Subsequent measurement

On subsequent recognition, a financial asset is classified as measured at:

- Amortised cost — Debt instruments
- Fair value through other comprehensive income (FVTOCI) - Debt Investment
- Fair value through other comprehensive income (FVTOCI) — Equity investment
- Fair value through profit or loss (FVTPL) — Derivatives, preference shares and debt instruments.

(iii) Amortised cost

A 'Financial asset' is measured at the amortised cost if both the following conditions are met and is not designated as at FVTPL:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

(iv) Equity Investment

On initial recognition of an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in the fair value of investment in OCI (designated as FVTOCI — equity investment). This election is made on an investment by investment basis.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

(v) Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance. Financial assets that are debt instruments and are measured as at FVTOCI. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18. Financial guarantee contracts which are not measured as at FVTPL.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

Trade receivables or contract revenue receivables; and The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all the contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

All the contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual cash terms of the financial instruments.

Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

(vi) <u>Financial Liabilities</u>

A financial liability is any liability that is:

a) a contractual obligation :
  i) to deliver cash or another financial asset to another entity; or
  ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentiallyunfavourable to the entity; or

b) a contract that will or may be settled in the entity's own equity instruments and is:
  i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equityinstruments; or
  ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose, rights, options or warrants to acquire a fixed number of the entity's own equity instruments for a fixed amount of any currency are equity instruments if the entity offers the rights, options or warrants pro rata to all of its existing owners of the same class of its own non- derivative equity instruments. Apart from the aforesaid, the equity conversion option embedded in a convertible bond denominated in foreign currency to acquire a fixed number of the entity's own equity instruments is an equity instrument if the exercise price is fixed in any currency.

Also, for these purposes the entity's own equity instruments do not include puttable financial instruments that are classified as equity instruments in accordance with paragraphs 16A and 16B, instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation and are classified as equity instruments in accordance with instruments that are contracts for the future receipt or delivery of the entity's own equity instruments. As an exception, an instrument that meets the definition of a financial liability is classified as an equity instrument if it has all the features and meets the conditions in paragraphs 16A and 16B or paragraphs 16C and 16D.

<u>Initial Recognition and measurement</u>

All financial liabilities are recognised initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

<u>Subsequent recognition</u>

Instrument	Subsequent recognition
Held for trading	Fair value
Financial guarantee contracts	Higher of loss allowance and amount recognised less cumulative amortization
Loans and borrowings	Amortised cost

(vii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability (or part of a financial Liability) extinguished or transferred to another party and the consideration paid, including any non- cash assets transferred or liabilities assumed, shall be recognised in profit or loss.

(viii) Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model.

p. Cash and Cash equivalents

Cash and Cash equivalents in the balance sheet comprises cash on hand, at bank and short-term deposits with banks. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Such cash equivalents are subject to insignificant risk of changes in value.

In Cash Flow statement prepared by the company, Cash flows are reported using indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transaction of non- cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

q. Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of any extra ordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.

r. Trade receivables

Trade receivables represents amount billed to customers as credit sales and are net off;

a) Any amount billed but for which revenues are reversed under the different accounting standard and
b) Impairment for trade receivables, which is estimated for amounts not expected to be collected in full.

s. Loans and Advances

Loans and advances are non-derivative financial assets with fixed and determinable payments. This category includes the loans, cash and bank balances, other financial assets and other current assets.
Subsequent to initial measurement, loans and receivables are carried at amortized cost based on effective interest rate method less appropriate allowance for doubtful receivables.

Loans and advances are further classified as current and non-current depending on whether they will be realized within 12 months after the balance sheet date or beyond.

t. <u>Investment:-</u>
There is no investment made by the company in securities or shares during the year.

<u>NOTE NO: 26</u>

25.1 **<u>Corporate Social Responsibility Activities</u>**
On account of Corporate Social Responsibility Activities (CSR), the company has spent Rs. 32,48,044/- for current year and also spent excess amount of Rs. 60,45,574/- for future liabilities under the provisions of CSR Activities which is booked under the group of Other Current Assets of Financial Statements.

S. No.	Particulars	Amount (₹)
1.	amount required to be spent by the company during the year;	32,48,044/-
2.	amount of expenditure incurred,	32,48,044/-
3.	shortfall at the end of the year,	Nil
4.	total of previous years shortfall,	Nil
5.	reason for shortfall,	NA
6.	nature of CSR activities	Stipend paid to Apprentice employees as per Ministry of Skill Development And Entrepreneurship, notification dated 25th Sept'2019 vide G.S.R. 686E.
7.	details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	No such transaction made by the company

25.2 **<u>Payment to Auditors:</u>**

Particulars	**Current Year (₹)**	**Previous Year (₹)**
Professional Fees	1,00,000/-	13,73,700/-
GST and other charges	18,000/-	2,47,466/-
Total	**1,18,000/-**	**16,21,166/-**

25.3 **<u>Related Party Disclosure</u>**

1. <u>Key Management Personnel (KMP)</u>

Sr. No.	Name of related party	Designation	Nature of Transactions	Amount (₹)
1.	Harsh Kumar Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	24,20,000/- 81,26,733/-
2.	Yogesh Anand	Director	Director Remuneration Unsecured Loan taken	24,20,000/- 80,30,000/-

			balance o/s at year end.	
3.	Yogesh Sahni	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	24,20,000/- 1,10,00,000/-
4.	Jatin Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,00,000/- 57,75,000/-
5.	Siddhant Sahni	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,00,000/- 59,00,000/-
6.	Karan Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,50,000/- 39,00,000/-
7.	Dhruv Kumar Jha	Company Secretary	Salary Paid	7,61,300/-
8.	Ankit Tiwari	Independent Director	Sitting Fees	1,12,000/-
9.	Vishal Singh	Independent Director	Sitting Fees	1,12,000/-
10.	Bhawna Saunkhiya	Independent Director	Sitting Fees	1,12,000/-
11.	Monam Kapoor	Independent Director	Sitting Fees	1,12,000/-
12.	Sunil Malhotra	Independent Director	Sitting Fees	1,12,000/-
13.	Jughal Kishore Chugh	Independent Director	Sitting Fees	56,000/-
14.	Atul Mittal	Independent Director	Sitting Fees	16,200/-

2. <u>Other Related Party Transaction</u>

Sr. No.	Name of related party	Relation	Nature of Transactions	Transaction Amount (₹)
1.	Uttaranchal Industries	Common Management	Rent Paid	88,20,000/-
2.	Quality Components	Common Management	Purchase of Goods Sale of Goods	16,91,37,649/- 45,59,572/-
3.	Akas Technoplast Pvt. Ltd.	Common Management	Purchase of Goods Sale of Goods	2,80,87,159/- 23,45,605/-
4.	Stamping & More LLP	Common Management	Purchase of Goods Sale of Goods Other Transaction	61,69,67,392/- 4,35,45,468/- 55,372/-
5.	GSA Container LLP	Common Management	Purchase of Goods Sale of Goods	6,89,73,103/- 8,09,291/-
6.	GSA International	Common Management	Rent Paid	9,90,000/-
8.	Guru Technologies LLP	Common Management	Unsecured Loan taken balance o/s at year	1,04,00,000/-

			end.	

25.4 Segment Reporting: As the Company's business activities fall within a single primary business segment viz "manufacturing of electric fans" and therefore the disclosure requirements of IND AS-108 "operating segments" as notified by The Companies (Indian Accounting Standards) Rules, 2015 is not applicable.

25.5 The Earnings Per Share has been calculated as specified in the IND AS 33 on "Earning Per Share" as notified by The Companies (Indian Accounting Standards) Rules, 2015, the related disclosure is as below:-

S. No.	Particulars	FY 2025-26	FY 2024-25
1.	Profit/Loss after Tax (in lacs)	911.42	1,901.72
2.	Weighted average number of equity shares (in lacs)	1340.08	1340.08
3.	Basic & diluted earnings per share	0.68	1.42

25.6 Employee Benefits: As per IND AS -19 on "Employee Benefits" as notified by The Companies (Indian Accounting Standards) Rules 2015, the disclosures of employee benefits are given below:

a) Company's Contribution to Provident Fund & Employee State Insurance Scheme is Rs. 1,64,22,598/- (Previous Year Rs. 1,94,39,828/-).

25.7 In the opinion of Board of Directors and to the best of their knowledge, value on realization of Assets other than fixed assets in the ordinary course of business, would not be less than the amount at which they are stated in the Balance Sheet.

25.8 All the figures in financial statement have been rounded off to rupees in lakhs.

25.9 Export Development Expenses
During the year, Company has written off the expenses incurred on Export Development which is being written off in 5 years started from the FY 2021-22.

25.10 Trade Payables-Micro and Small Enterprises
Based upon the data received from vendors, Company has classified vendors into Micro/ Small enterprises. No separate verification done.

25.11 Sundry Debtors, Sundry Creditors and Other Advances:-
The balances of sundry debtors, Sundry creditors and other advances are subject to confirmation. The balances adopted are as appearing in the books of accounts of the company.

25.12 Previous year figures have been regrouped, reclassified and rearranged, wherever necessary to confirm to this year's classification.

25.13 Financial Instruments
The carrying value is considered as measured at fair value of financial instruments of March 31, 2026 were as follows:

(Figures in lacs)

Particulars	Amortized Cost	Financial assets/ liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total carrying Value	Total fair value
Financial Assets:					
Trade receivables	24,939.28	-	-	24,939.28	24,939.28
Cash and cash Equivalents	2,848.03	-	-	2,848.03	2,848.03
Loan & Advances	368.42	-	-	368.42	368.42
--Other financial assets	728.54	-	-	728.54	728.54
Total	**28,884.28**	**-**	**-**	**28,884.28**	**28,884.28**
Financial Liabilities:					
Trade payables	17,675.16	-	-	17,675.16	17,675.16
Borrowing	9,340.65	-	-	9,340.65	9,340.65
Other financial liabilities	1,543.85	-	-	1,543.85	1,543.85
Total	**28,559.66**	**-**	**-**	**28,559.66**	**28,559.66**

The carrying value is considered as measured at fair value of financial instruments by categories as of March 31, 2025 were as follows:

Particulars	Amortized Cost	Financial assets/ liabilities at fair value through profit or loss	Financial assets/liabilitiesat fair value through OCI	Total carrying Value	Total fair value
Financial Assets:					
Trade receivables	27,541.93	-	-	27,541.93	27,541.93
Cash and cash Equivalents	2,490.38	-	-	2,490.38	2,490.38
Loan & Advances	367.95	-	-	367.95	367.95
--Other financial assets	1116.74	-	-	1116.74	1116.74
Total	**31,517.00**	**-**	**-**	**31,517.00**	**31,517.00**
Financial Liabilities:					
Trade payables	19,018.24	-	-	19,018.24	19,018.24
Borrowing	11,067.97	-	-	11,067.97	11,067.97
Other financial liabilities	1,812.32	-	-	1,812.32	1,812.32
Total	**31,898.52**	**-**	**-**	**31,898.52**	**31,898.52**

NOTE NO: 27 Additional Regulatory Information

26.1 There are no immovable properties held by the Company, the title deeds of which are not in the name of the Company, except for properties taken on lease/rent and recognised as Right-of-Use Assets in the financial statements;

26.2 There is no investment property held by the company during the year, hence valuation by a registered valuer for the fair value of investment property does not require;

26.3 During the year, the Company has invested Rs. 25,50,000/- in M/s Integrated Motion & Control LLP, resulting in acquisition of 51% shareholding in the LLP. Consequently, M/s Integrated Motion & Control LLP has become a subsidiary of the Company;

26.4 During the year, the Company commenced business operations through its new unit situated at SIDCUL, Haridwar. The pre-operative expenses incurred in relation thereto are being written off over a period of five years.

26.5 The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) during the year hence valuation by a registered valuer does not require;

26.6 There is no Loans or Advances in the nature of loans which are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person;

26.7 There is no Capital-Work-in-progress (CWIP) during the year;

26.8 There is no Intangible assets under development during the year;

26.9 Company does not hold any benami property during the year;

26.10 Company is availing working capital limit from HDFC Bank and Standard Chartered Bank on the basis of security of Inventory and debtors in respect of which a monthly statements of book debt, stock and creditors is being filed by the company with the bank and they are broadly in agreement with the books of account of the Company;

26.11 Company has not been declared a wilful defaulter by any bank or financial Institution or other lender during the year;

26.12 Company is not having any kind of relationship with the Struck off Companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956;

26.13 There is no charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period;

26.14 Compliance with number of layers of companies prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 does not applicable on the company;

26.15 There is no Scheme of Arrangements which has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year;

26.16 Ratios to the extent applicable on company are attached as per Annexure-I;

26.17 Utilisation of Borrowed funds and share premium:-

(a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) No funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, 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 any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

26.18 During the year, there is no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961);

26.19 Company has not traded or invested in Crypto currency or Virtual Currency during the financial year;

26.20 Note 1 to 27 forms an integral part of the Balance Sheet and have been authenticated.

As per our Audit Report of even date attached.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

For & on behalf of
Wonder Electricals Limited

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)

Sd/-
Harsh Kumar Anand
(Chairman)
DIN: 00312438

Sd/-
Yogesh Anand
(Chief Financial Officer)
PAN:AAEPA6561

Place: -New Delhi
Date: - 28.05.2026

Sd/-
Yogesh Sahni
(Managing Director)
DIN: 00811667

Sd/-
Dhruv Kumar Jha
(Company Secretary)
PAN: BLJPJ3631F

Statement of changes in equity

A. Equity Share Capital

Amount in Rs.

Balance at the beginning of the reporting period i.e., 01.04.2024	Changes in equity share capital during the year 2024-25	Balance at the end of the reporting period i.e. 31.03.2025
13,40,08,000	-	13,40,08,000

Balance at the beginning of the reporting period i.e. 01.04.2025	Changes in equity share capital during the year 2025-26	Balance at the end of the reporting period i.e. 31.03.2026
13,40,08,000	-	13,40,08,000

B. Other Equity

Amount in Lakhs

Particulars	Retained earnings	Security Premium account	Other Comprehensive Income (FVOCI- defined benefit obligation)	Total
As at 01.04.2024				
Current year transfer Profit/loss during the year	4,340.40	1,113.86	-	5,454.26
Remeasurement of net defined benefit obligation/assets	1,901.72	-	-	1,901.72
Opening IND AS adjustment Earlier Year Excess Depreciation	-	-	-	-
Adjustment	-3.72		-	-3.72
Distribution of dividend on equity shares	-268.02	-	-	-268.02
Distribution of dividend on preference shares	-99.63	-	-	-99.63
Balance as at 31.03.2025	5,870.75	1,113.86	-	6,984.61

Particulars	Retained earnings	Security Premium account	Other Comprehensive Income (FVOCI- defined benefit obligation)	Total
As at 01.04.2025	5,870.75	1,113.86	-	6,984.61
Current year transfer Profit/loss during the year	911.42	-	-	911.42
Remeasurement of net defined benefit obligation/assets	-	-	-	-
Opening IND AS adjustment Earlier Year Excess Depreciation	-	-	-	-
Adjustment	14.58	-	-	14.58
Distribution of dividend on equity shares	-268.02	-	-	-268.02
Distribution of dividend on preference shares	-99.63	-	-	-99.63
Balance as at 31.03.2026	6,429.10	1,113.86	-	7,542.96

As per our Audit Report of even date attached.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

For & on behalf of
Wonder Electricals Limited

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)

Sd/-
Harsh Kumar Anand
(Chairman)
DIN: 00312438

Sd/-
Yogesh Anand
(Chief Financial Officer)
PAN: AAEPA6561

Place:-New Delhi
Date: - 28.05.2026

Sd/-
Yogesh Sahni
(Managing Director)
DIN: 00811667

Sd/-
Dhruv Kumar Jha
(Company Secretary)
PAN: BLJPJ3631F

Independent Auditors' Report

To The Members of
M/s Wonder Electricals Limited
New Delhi

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **M/s Wonder Electricals Limited** (hereinafter referred to as the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at **31 March 2026**, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

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 the other auditors on separate financial statements of such subsidiaries, the aforesaid consolidated 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, and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2026, and its consolidated profit, total comprehensive income, changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group 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 consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.
We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Based on our audit of the consolidated financial statements, we have determined that there are no key audit matters to communicate in our report.

Information other than the Consolidated financial statements

The Holding 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 thereto, but does not include the consolidated 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.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records, safeguarding of assets, prevention and detection of 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.

Auditors' 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

Other Matter:-

We did not audit the financial statements of one subsidiary included in the consolidated financial statements, whose financial statements reflect total assets of Rs. 1,86,10,602/- as at 31 March 2026, total revenue of Rs. Nil for the year ended on that date. These financial statements have been audited by other auditors whose reports have been furnished to us, and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiary, is based solely on the reports of such other auditors.

Our opinion is not modified in respect of this matter.

Report on other Legal and Regulatory Requirements

1. As required by Section 143 of the Companies Act,2013, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries, 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 relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books;

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated statement of changes in Equity and the Consolidated statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;

d. In our opinion, the aforesaid consolidated financial statements comply with Indian accounting standards (IND AS) notified under the Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of the written representations received from the directors of Holding Company as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act;

f. With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'"

g. 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:

(i) The Group does not have any pending litigation which would impact its financial position in its financial statements;

(ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

(iii) There were no amounts required to be transferred to the Investor Education and Protection Fund.

(iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the holding company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the holding company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the holding company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the holding 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 any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

(v) During the year, holding company has distributed interim dividend of Re 1 each to its equity shareholders and distributed dividend to 5% Non-convertible, Non-Participating and Non-Cumulative Redeemable Preference shareholder at fix rate upto 31.03.2026;

(vi) The accounting software used for maintaining books of account has a feature of recording audit trail and the same has operated throughout the year for all relevant transactions, except where stated otherwise.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)
UDIN:- 26097767WQKLVQ6234

Place: New Delhi
Date: 28.05.2026

"Annexure-A" to the Independent Auditor's Report"

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

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section (3) of Section 143 of the Companies Act, 2013

We have audited the internal financial controls with reference to consolidated financial statements of **Wonder Electricals Limited** ("the Holding Company") and its subsidiary incorporated in India as of **31 March 2026** in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary, which is a Limited Liability Partnership incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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 business, including adherence to respective company's policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements 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 judgement, including the assessment of the risks of material misstatement of the consolidated 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 consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)
UDIN: - 26097767WQKLVQ6234

Place: New Delhi
Date: 28.05.2026

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH'2026

(All Amount in INR Lakhs unless otherwise stated)

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		Amount (₹)	Amount (₹)
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	1(i)	4,354.51	4,280.22
(b) Right of Use of Assets	1(ii)	185.36	275.85
(c) Intangible Assets-Goodwil	1(iii)	1,518.68	1,518.68
(d) Deferred Tax Assets (Net)	2	76.10	51.76
(e) Other Non-Current Assets	3	19.22	12.50
(2) Current Assets			
(a) Inventories	4	6,411.17	5,861.35
(b) Financial Assets			
(i) Trade Receivables	5	24,939.28	27,541.93
(ii) Cash & Cash Equivalents	6	2,855.73	2,490.38
(iii) Short-Term Loans and Advances	7	353.37	367.95
(c) Other Current Assets	8	754.62	1,116.74
TOTAL		**41,468.03**	**43,517.37**
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	9	1,340.08	1,340.08
(b) Preference Share Capital (Unlisted)	10	1,580.06	1,580.06
(c) Other Equity	11	7,542.96	6,984.61
(2) Non Controlling Interest		24.50	-
(3) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Long-Term Borrowings	12	1,729.04	1,003.82
(ii) Lease Liabilities		201.09	297.67
(iii) Liability Component of Prefernce Share Capital		448.97	412.61
(4) Current Liabilities			
(a) Financial Liabilities			
(i) Short-Term Borrowings	13	9,370.65	11,067.97
(ii) Trade Payables	14		
- Outstanding dues of Micro & Small Enterprises		9,515.91	4,763.88
- Outstanding dues of creditors other than Micro & Small Enterprises		8,170.77	14,254.36
(b) Other Current Liabilities	15	126.92	13.90
(c) Short-Term Provisions	16	1,417.09	1,798.42
TOTAL		**41,468.03**	**43,517.37**

The accompanying notes 1 to 27 are an integral part of the financial statements

This is the Balance Sheet referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

Sd/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

Sd/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

Sd/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

CONSOLIDATED STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED ON 31ST MARCH'2026

(All Amount in INR Lakhs unless otherwise stated)

Sr. No	Particulars	Note No.	Figures for the Current Period	Figures for the previous reporting period
			Amount (₹)	Amount (₹)
I	Revenue from Operations	17	65,474.96	89,450.12
II	Other Income	18	6.04	42.72
III	**Total Revenue (I +II)**		**65,481.00**	**89,492.84**
IV	**Expenses:**			
	Cost of Materials Consumed	19	56,032.18	77,898.85
	Changes in inventories of Finished & Semi-Finished Goods	20	(54.06)	(122.22)
	Manufacturing Expenses	21	1,910.43	2,435.02
	Employee Benefits Expenses	22	4,081.40	4,640.08
	Financial Cost	23	864.24	677.90
	Administrative & Selling Expenses	24	665.64	721.96
	Depreciation and Amortization Expenses	1	777.34	711.07
V	**Total Expenses (IV)**		**64,277.17**	**86,962.67**
VI	Profit before Exceptional, Extra-Ordinary, Tax and Prior Period Items (III-V)		**1,203.83**	**2,530.17**
VII	Exceptional Items		-	-
VIII	Profit before Extra-Ordinary, Tax and Prior Period Items (VI + VII)		**1,203.83**	**2,530.17**
IX	Extraordinary Items		-	-
X	Profit before Tax and Prior Period Items (VIII + IX)		**1,203.83**	**2,530.17**
XI	**Tax Expenses:**			
	(1) Current Tax		316.75	649.57
	(2) Deferred Tax Liabilities/(Assets)	2	(24.33)	(21.12)
XII	Profit(Loss) after Tax and before Prior Period Items (X-XI)		**911.42**	**1,901.72**
XIII	Prior Period Items		-	-
XIV	Profit(Loss) after Tax (XII-XIII)		**911.42**	**1,901.72**
XV	Earning per equity share:			
	Basic and Diluted EPS		0.68	1.42

The accompanying notes 1 to 27 are an integral part of the financial statements

This is the Profit & Loss Accunt referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

Sd/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

Sd/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

Sd/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2026

(All Amount in INR Lakhs unless otherwise stated)

S. No.	Particulars		As at March 31, 2026	As at March 31, 2025
			Amount (₹)	Amount (₹)
I	**CASH FLOWS FROM OPERATING ACTIVITIES**			
	Profit before Tax and exceptional items		1,203.83	2,530.17
	(Adjustment to reconcile profit before tax to cash generated by operating activities)			
	Depreciation		777.34	711.07
	Design & Deveopement Expenses Written off		12.50	12.50
	Pre-Operative Expenses Written off		1.16	-
	Interest on Liability Component of Prefernce Shares		36.37	-
	Add/(Less) Working Capital Adjustment			
	Increase/(Decrease) in Trade Payables		(1,331.56)	373.24
	Increase/(Decrease) in Other Current Liabilities		113.03	(214.90)
	Increase/(Decrease) in Short-Term Provisions		(381.34)	482.67
	Decrease/(Increase) in Trade Receivables		2,602.64	(5,346.78)
	Decrease/(Increase) in Short Term Loan & Advances		14.59	(171.20)
	Decrease/(Increase) in Other Current Assets		362.12	(352.09)
	Decrease/(Increase) in Inventories		(549.82)	463.95
	Net Cash Flow from Operating Activities after Working Capital Changes			
	Less: Payment of Taxes		(316.75)	(649.57)
	Net Cash Generated from Operating Activities		**2,544.11**	**(2,160.93)**
II	**CASH FLOWS FROM INVESTING ACTIVITIES**			
	Purchase of Property, Plant and Equipment		(783.31)	(1,358.48)
	Sale/Decrease of Property, Plant and Equipment		51.27	34.31
	Adjustment in Right of Use of Assets (Net)		(29.10)	(1.36)
	Pre-Operative Expenses Incurred during the year		(20.38)	-
				-
	Net Cash used in Investing Activities		**(781.51)**	**(1,325.53)**
III	**CASH FLOWS FROM FINANCING ACTIVITIES**			
	Increase/(Decrease) in Share Capital		-	-
	Increase/(Decrease) in Long-Term Borrowings		725.22	339.36
	Acquisition of Non Controlling Interest		24.50	250.05
	Increase/(Decrease) in Lease Liability		(96.59)	-
	Increase/(Decrease) in Short-Term Borrowings		(1,697.32)	5,322
	Adjustment in Lease Liability through Reserve and Surplus		14.58	(3.72)
	Dividend Paid		(367.65)	(367.65)
	Net Cash used in Financing Activities		**(1,397.25)**	**5,539.95**
IV	**Net Increase/(decrease) in Cash & Cash Equivalents**	**(I+II+III)**	**365.35**	**2,053.50**
V	**Cash & Cash Equivalents at the beginning of the period**		2,490.38	436.88
VI	**Cash & Cash Equivalents at the end of the period**	**(IV+V)**	**2,855.73**	**2,490.38**

The accompanying notes 1 to 27 are an integral part of the financial statements

This is the Cash Flow Statement referred to in our Report of even date.

FOR TANUJ GARG & ASSOCIATES
FRN NO. 013843C
CHARTERED ACCOUNTANTS

Sd/-
(CA SHAILENDRA SINGH BHADAURIA)
Partner
Membership No. : 097767

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

Sd/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

Sd/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

WONDER ELECTRICALS LIMITED

Forming part of Consolidated Balance Sheet as at 31st March'2026

Note No. 1(i)-Property, Plant and Equipment

(All Amount in INR Lakhs unless otherwise stated)

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS ON 01.04.2025	ADDITIONS	(DELETIONS)	TOTAL AS ON 31.03.2026	UPTO 01.04.2025	DURING THE PERIOD	ADJUSTMENT	TOTAL AS ON 31.03.2026	AS ON 31.03.2026	AS ON
Land	442.04	-	-	442.04	-	-	-	-	442.04	442.04
Building	2,014.75	8.79	-	2,023.54	843.56	99.39	-	942.94	1,080.59	1,171.19
Furnitures & Fixtures	106.39	11.62	-	118.00	65.52	11.14	-	76.66	41.34	40.86
Office Equipment	306.72	22.22	0.26	328.68	263.81	17.90	-	281.71	46.97	42.91
Plant & Machinery	4,738.23	639.87	27.79	5,350.31	2,405.05	445.60	-	2,850.65	2,499.67	2,333.18
Vehicles	532.01	97.68	23.21	606.47	294.63	75.46	-	370.09	236.38	237.38
Computers & Softwares	79.80	3.14	-	82.93	67.14	8.28	-	75.42	7.52	12.66
Total	**8,219.93**	**783.31**	**51.27**	**8,951.98**	**3,939.71**	**657.76**	**-**	**4,597.47**	**4,354.51**	**4,280.22**
Previous Year	**7,201.69**	**1,052.55**	**34.31**	**8,219.93**	**3,293.80**	**645.91**	**-**	**3,939.71**	**4,280.22**	**3,907.90**

Note No. 1(ii)- Right of Use of Assets

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION/ADJUSTMENT				NET BLOCK	
	AS ON 01.04.2025	ADDITIONS	(DELETIONS)	TOTAL AS ON 31.03.2026	UPTO 01.04.2025	DURING THE PERIOD	ADJUSTMENT	TOTAL AS ON 31.03.2026	TOTAL AS ON 31.03.2026	TOTAL AS ON 31.03.2025
Lease Assets- Roorkee Unit	174.98	-	-	174.98	82.21	41.87	11.19	112.89	62.09	92.77
Lease Assets- Haridwar Unit	212.17	-	-	212.17	29.09	77.71	17.91	88.89	123.27	183.08
Total	**387.15**	**-**	**-**	**387.15**	**111.30**	**119.58**	**29.10**	**201.78**	**185.36**	**275.85**
Previous Year	**154.09**	**305.93**	**72.87**	**387.15**	**120.37**	**65.16**	**74.23**	**111.30**	**275.85**	**33.72**

Note No. 1(iii)- Intangible Assets

Name of Assets	Opening as on 01.04.2025	Additions	(Deletions)	Closing as on 31.03.2026
Goodwill-Acquired	1,518.68	-	-	1,518.68
Total	**1,518.68**	**-**	**-**	**1,518.68**
Previous Year	**1,518.68**	**-**	**-**	**1,518.68**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

Sd/-	Sd/-
HARSH KUMAR ANAND	**YOGESH ANAND**
(Chairman)	(Chief Financial Officer)
DIN: 00312438	PAN: AAEPA6561A
Sd/-	Sd/-
YOGESH SAHNI	**DHRUV KUMAR JHA**
(Managing Director)	(Company Secretary)
DIN: 00811667	PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Consolidated Balance Sheet as at 31st March'2026

Note No. 2 -Deferred Tax Assets

(All Amount in INR Lakhs unless otherwise stated)

Deferred Tax Assets/(Liabilities)	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a) On Account of Property, Plant & Equipment		
Depreciation as per Books	657.76	645.91
Depreciation as per Income Tax Act	596.57	568.43
Net timing difference on a/c of Property, Plant & Equipment (a)	61.19	77.49
b) On Account of Right to Use of Property		
Depreciation on account of Leased Property	119.58	65.16
Interest on account of Leased Property	22.36	27.14
Rent as per Income Tax Act	142.26	85.14
Net timing difference on a/c of Leased Property (b)	(0.32)	7.15
c) On Account of Security Deposit		
Interest Income on security deposit as per Ind AS	0.55	0.74
Interest Income on security deposit as per Income Tax Act	-	-
Net timing difference on a/c of Security Deposit (c)	0.55	0.74
d) On Account of Liability Component of Preference Share Capital		
Interest on account of Liability Component of Prefernce Share Capital	36.37	-
	36.37	-
Net timing difference (a+b-c)	60.32	83.90
Deferred Tax Assets/(Liabilities) during the period	24.33	21.12
Opening Balance of Deferred Tax Assets/(Liabilities)	51.76	30.65
Total	**76.10**	**51.76**

Note No. 3 -Other Non-Current Assets

Other Non-Current Assets	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a) Export Development Expenses	12.50	25.00
Less:- Export Development Expenses written off	12.50	12.50
	-	12.50
b) Pre-Operative Expenses		
Opening Balance	-	-
Add:- During the year	20.38	-
	20.38	-
Less:- Pre-Operative Expenses written off	1.16	-
	19.22	-
Total	**19.22**	**12.50**

Note: 1. Export Development expenses is being written off in 5 years started from FY 2021-22
2. During the year Company has made expenses for set-up of a new unit. Pre-Operative Expenses is being written off in 5 years started from 01st October'2025
3. During the year, the subsidiary incurred certain expenses; however, since manufacturing operations have not yet commenced, these expenses have been capitalized by the subsidiary.

Note No. 4 -Inventories

Inventories	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Raw Materials	4,214.28	3,717.39
Consumable Stores	10.55	9.37
Scrap	164.24	166.54
Finished Goods	1,235.96	1,256.91
Semi Finished Goods	786.14	711.13
Total	**6,411.17**	**5,861.35**

Note No. 5 -Trade Recievable

Trade Receivables	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Considerd Good but unsecured	24,939.28	27,541.93
Total	**24,939.28**	**27,541.93**

Trade Recievables ageing schedule

Particular	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Undisputed Trade receivables - considered good		
Less than Six Months	20,235.27	26,335.50
Six Months to 1 year	3,334.51	1,121.02
1 to 2 years	1,365.37	43.54
2 to 3 years	-	41.88
More than 3 years	4.14	-
Total	**24,939.28**	**27,541.93**

Note No. 6 - Cash & Cash Equivalents

Cash & Cash Equivalents	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Balances with Banks	22.85	1.54
Fixed Deposits with Bank	0.10	0.10
Cheques on Hand	2,797.09	2,449.71
Cash on Hand	35.69	39.03
Total	**2,855.73**	**2,490.38**

Note No. 7 - Short Term Loan & Advances

Short Term Advances (Unsecured, Considered Good)	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Advance to Suppliers	305.45	334.26
Advance to Staff/Workers	47.91	33.70
Total	**353.37**	**367.95**

Note No. 8 - Other Current Assets

Other Current Assets	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Balances With Revenue Authorities (Advance Income Tax, Vat etc)	503.11	899.46
LIC- Pension & Gratuity Scheme	39.97	9.97
Prepaid Expenses	32.52	19.52
Security Deposits	118.57	104.50
CSR Expenditure Incurred in Advance	60.46	83.30
Total	**754.62**	**1,116.74**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

Sd/-
HARSH KUMAR ANAND
(Chairman)
DIN: 00312438

Sd/-
YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Consolidated Balance Sheet as at 31st March'2026

Note No. 9-Equity Share Capital

A. Details of Authorised, issued and paid up share capital

(All Amount in INR Lakhs unless otherwise stated)

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Amount (₹)	Number	Amount (₹)
Authorised				
Equity Shares	135,000,000	1,350.00	13,500,000	1,350.00
Issued, Subscribed & fully Paid up				
Equity Shares	134,008,000	1,340.08	134,008,000	1,340.08
Par value per equity shares	1	1	1	1
Subscribed but not fully Paid up				
Equity Shares of Rs. 1 each fully paid	-	-	-	-
Total	**134,008,000**	**1,340.08**	**134,008,000**	**1,340.08**

B. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	Equity Shares			
	As at 31st March 2026		As at 31st March 2025	
	Number	Amount (₹)	Number	Amount (₹)
Shares outstanding at the beginning of the period	134,008,000	1,340.08	13,400,800	1,340.08
Shares Issued during the period	-	-	-	-
Shares split during the year	-	-	134,008,000	1,340.08
Shares bought back during the period	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the period	**134,008,000**	**1,340.08**	**134,008,000**	**1,340.08**

C. Details of share holders holding more than 5% shares in the company

Name of Shareholders	Equity Shares			
	As at 31st March 2026		As at 31st March 2025	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Yogesh Anand	15,796,800	11.79%	15,796,800	11.79%
Harsh Kumar Anand	15,652,800	11.68%	15,652,800	11.68%
Yogesh Sahni	9,413,300	7.02%	9,413,300	7.02%
Jatin Anand	16,320,000	12.18%	16,320,000	12.18%
Rohit Anand	8,196,000	6.12%	8,196,000	6.12%
Karan Anand	8,196,000	6.12%	8,196,000	6.12%
Siddhant Sahni	9,850,000	7.35%	9,850,000	7.35%
Neerja Sahni	7,872,000	5.87%	7,872,000	5.87%
Samarth Sahni	4,910,000	3.66%	4,910,000	3.66%
Public Share Holding	37,801,100	28.21%	37,801,100	28.21%
Total	**134,008,000**	**100%**	**134,008,000**	**100%**

D. Reconciliation for the period of five years immediately preceding the date of Balance Sheet

Year ended on	Shares allotted as fully paid up pursuant to contract without payment being received in cash		Shares allotted as fully paid up by way of bonus shares	
	Class of shares	No. of Shares	Class of shares	No. of Shares
i). Year ended on 31.03.2022	-	-	Equity Shares	5,025,300
Total		**-**		

E. Shareholding of Promoters at the end of the year

Name of Promoter*	Equity Shares		
	No of Shares	% of total Shares	% Change during the year**
Yogesh Anand	15,796,800	11.79%	NA
Harsh Kumar Anand	15,652,800	11.68%	NA
Yogesh Sahni	9,413,300	7.02%	NA
Jatin Anand	16,320,000	12.18%	NA
Rohit Anand	8,196,000	6.12%	NA
Karan Anand	8,196,000	6.12%	NA
Siddhant Sahni	9,850,000	7.35%	NA
Neerja Sahni	7,872,000	5.87%	NA
Samarth Sahni	4,910,000	3.66%	NA

*"promoter" means a person—
(a) who has been named as such in a prospectus or is identified by the company in the annual return referred to in section 92; or
(b) who has control over the affairs of the company, directly or indirectly whether as a shareholder, director or otherwise; or
(c) in accordance with whose advice, directions or instructions the Board of Directors of the company is accustomed to act;

** percentage change has been computed with respect to the number of shares held at the beginning of the year and number of shares held at the end of the year. During the year, Bonus shares were issued by the Company accordingly shares were issued to promoters also in proportion to their shareholding.

F. Rights, preferences and restrictions attached to the ordinary shares

The ordinary shares of the company having par value of Rs. 1 each per share rank *pari passu* in all respect including voting rights and entitlement to dividend.

FOR AND ON BEHALF OF
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(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Consolidated Balance Sheet as at 31st March'2026

Note No. 10 - Preference Share Capital

(All Amount in INR Lakhs unless otherwise stated)

Preference Share Capital	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
5% Non- convertible, Non- participating and Non-Cumulative Redeemable Preference Shares issued @ Rs. 100 each	1,580.06	1,992.67
Less:- Transferred to Liability Component of Prefernce Share Capital	-	412.61
Total	**1,580.06**	**1,580.06**

Note No. 11 - Other Equity

Other Equity	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
a). Securities Premium Reserve		
Security Premium Received through IPO	1,113.86	1,113.86
Total(a)	**1,113.86**	**1,113.86**
b). Surplus i.e. balance in Statement of Profit and Loss account		
Opening balance	5,520.75	3,990.40
(+) Net Profit/(Net Loss) for the current period	911.42	1,901.72
Closing Balance	6,432.17	5,892.11
Less: Distribution of Dividend		
Distribution of Dividend on Equity Shares	(268.02)	(268.02)
Distribution of Dividend on Preference Shares	(99.63)	(99.63)
Less: Amount Transferred to Capital Redemption Reserve Account	-	-
	(367.65)	(367.65)
Add/(Less): Adjustment IndAs		
Diferrence of ROU and Lease Liability	5.78	(3.72)
Difference of Security Deposit	8.80	-
	14.58	(3.72)
Net Surplus (b)	**6,079.10**	**5,520.75**
c). Capital Redemption Reserve Account	350.00	350.00
Total(c)	**350.00**	**350.00**
Total (a+b+c)	**7,542.96**	**6,984.61**

Note No. 12 -Long Term Borrowings

Long Term Borrowings	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Secured Loan		
(a) Term Loans from Banks		
-HDFC Bank	1,087.26	349.20
-Other Financial Institution	36.71	37.48
(b) Car Loan from Banks	58.11	85.82
Unsecured Loan		
-Loan from Related Parties	546.96	531.32
Total	**1,729.04**	**1,003.82**

Note No. 13-Short Term Borrowings

Short Term Borrowings	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
(a) Working Capital Limit (Secured)		
-HDFC Bank(WCL)	2,836.48	3,604.28
-Standard Chartered Bank	1,385.16	2.59
(b) Current maturities of long-term Debt		
-Term Loan from HDFC Bank	377.90	140.76
-Term Loan from Other Financial Institution	0.78	0.70
-Car Loans	95.24	80.50
(c) Reverse factoring facility (Secured)		
-M1 Exchange- Banks/Other Financial Institution	3,370.99	6,437.14
-M2 Exchange- Banks/Other Financial Institution	1,025.31	802.01
(d) Unsecured Loan		
-Related Parties	278.79	-
Total	**9,370.65**	**11,067.97**

Note No. 14- Trade Payables

Trade Payables	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Outstanding dues of Micro & Small Enterprises	9,515.91	4,763.88
Outstanding dues of creditors other than Micro & Small Enterprises	8,170.77	14,254.36
Total	**17,686.68**	**19,018.24**

Trade Payables ageing schedule

Particular	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
(i) Outstanding dues of Micro & Small		
Less than 1 year	9,515.91	4,763.88
1 to 2 years	-	-
2 to 3 years	-	-
More than 3 years	-	-
(ii) Outstanding dues of creditors other than Micro& Small Enterprises		
Less than 1 year	8,170.77	14,254.36
1 to 2 years	-	-
2 to 3 years	-	-
More than 3 years	-	-
Total	**17,686.68**	**19,018.24**

Note No. 15-Other Current Liabilities

Other Current Liabilities	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Advance From Customers	126.92	13.90
Total	**126.92**	**13.90**

Note No. 16-Short Term Provisions

Short Term Provisions	As at 31st March 2026	As at 31st March 2025
	Amount (₹)	Amount (₹)
Duties & Expenses Payable	1,100.34	1,148.85
Provision for Current Tax	316.75	649.57
Total	**1,417.09**	**1,798.42**

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(Chief Financial Officer)
PAN: AAEPA6561A

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Consolidated Profit & Loss Account for the period ended on 31st March'2026

Note No. 17 - Revenue from Operations **(All Amount in INR Lakhs unless otherwise stated)**

Revenue from Operations	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
A. Sales- Domestic	64,297.76	87,714.83
B. Export Sales	36.06	11.48
C. Scrap Sale	1,104.40	1,564.88
D. Other Revenue from Customers	36.74	158.93
Total	**65,474.96**	**89,450.12**

Note No. 18 - Other Income

Other Income	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Interest Received from Banks/NBFCs	-	28.55
Interest on Security with Electricity Department	-	1.57
Interest on Security Deposit as Per IndAS	0.55	0.74
Interest on Income Tax Refund	5.31	-
Other Income	0.18	11.86
Total	**6.04**	**42.72**

Note No. 19 - Cost of material consumed

Material Consumed	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
a) Opening Balance		
Raw Material	3,717.39	4,251.04
Consumable Stores	9.37	7.53
Scrap	166.54	220.90
Sub Total (a)	**3,893.30**	**4,479.47**
b) Add: Purchase during the year		
Raw Material	56,057.61	76,590.91
Consumable Stores	470.34	721.78
Scrap	-	-
Sub Total (b)	**56,527.94**	**77,312.69**
c) Less: Closing Balance		
Raw Material	4,214.28	3,717.39
Consumable Stores	10.55	9.37
Scrap	164.24	166.54
Sub Total (c)	**4,389.06**	**3,893.30**
Cost of Material Consumed	**56,032.18**	**77,898.85**

Note No. 20 - Changes in inventories of Finished & Semi-Finished Goods

Changes in inventories of Finished & Semi-Finished Goods		As at 31 March 2026	As at 31 March 2025
		Amount (₹)	Amount (₹)
a) Opening Inventory			
	Finished Goods	1,256.91	1,178.72
	Semi-Finished Goods	711.13	667.11
	Sub Total (a)	**1,968.04**	**1,845.83**
b) Less: Closing Inventory			
	Finished Goods	1,235.96	1,256.91
	Semi-Finished Goods	786.14	711.13
	Sub Total (b)	**2,022.10**	**1,968.04**
Changes in inventories of Finished & Semi-Finished Goods		**(54.06)**	**(122.22)**

FOR AND ON BEHALF OF
WONDER ELECTRICALS LIMITED

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YOGESH ANAND
(Chief Financial Officer)
PAN: AAEPA6561A

PLACE: NEW DELHI
DATED: 28.05.2026

Sd/-
YOGESH SAHNI
(Managing Director)
DIN: 00811667

Sd/-
DHRUV KUMAR JHA
(Company Secretary)
PAN: BLJPJ3631F

Forming part of Consolidated Profit & Loss Account for the period ended on 31st March'2026

Note No. 21 - Manufacturing Expenditure

(All Amount in INR Lakhs unless otherwise stated)

Manufactuing Expenditure	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Dies & Tools Consumed	17.64	9.32
Material Handling Equipment Expenses	5.82	3.31
Job Work Charges	550.24	761.68
Electricity Expenses	424.70	487.04
Custom Duty	0.05	0.83
ETP Plant Expenses	34.78	31.24
Fuel & Gas Expenses	486.25	668.66
Freight & Cartage Inward	119.45	167.95
Generator Running & Maintenance	12.87	10.47
Loading & Unloading Charges	44.14	43.76
Rent (Factory Premises)	4.50	50.51
Repair & Maintenance (Factory Building)	45.02	34.94
Repair & Maintenance (Electricals)	38.96	33.48
Repair & Maintenance (Machine)	126.01	131.81
Total	**1,910.43**	**2,435.02**

Note No. 22 - Employee Benefits Expenses

Wages, Salaries, Manpower Supply and other benefit to Employees	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Wages & Allowances	2,121.75	2,582.94
Salaries & Allowances	1,072.23	1,005.35
Directors Remuneration	167.04	135.86
Bonus Paid	87.99	83.45
Production Consultancy/Incentive	290.44	443.02
Professional Tax	0.18	-
Medical Expenses	6.45	6.94
Leave Encashment	80.73	62.26
Labour/Staff Welfare Expenses	67.40	108.00
Gratuity Paid	22.95	17.85
Employer's Contribution		
Employees Provident Fund	125.12	143.55
Employees State Insurance Scheme	39.11	50.85
Total	**4,081.40**	**4,640.08**

Note No. 23 - Financial Cost

Financial Cost	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Bank Charges	9.96	8.50
Bill Discounting/LC Charges	206.11	332.11
Interest on Cash Credit	467.81	234.40
Interest on Term Loans	43.31	13.61
Interest on Car Loan	24.81	19.30
Interest-Others	36.92	23.04
Processing Fees	16.60	19.80
Interest on Lease liability as per IndAS	22.36	27.14
Interest on Liability Component of Pereference Shares as per IND AS-32	36.37	-
Total	**864.24**	**677.90**

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PAN: BLJPJ3631F

PLACE: NEW DELHI
DATED: 28.05.2026

Forming part of Consolidated Profit & Loss Account for the period ended on 31st March'2026

Note No. 24 - Administrative & Selling Expenditure **(All Amount in INR Lakhs unless otherwise stated)**

Administrative & Selling Expenditure	As at 31 March 2026	As at 31 March 2025
	Amount (₹)	Amount (₹)
Advertisement & Publicity	2.34	3.17
Auditor Remuneration	2.05	4.70
Bad Debts Written Off	0.42	19.12
Business Promotion	54.34	37.34
Communication Expenses	8.08	5.32
Commission Paid	-	3.94
Conveyance Expenses	7.14	8.99
CSR Expenditures	32.48	22.22
Design & Development Expenses	12.50	12.50
Charity and Donation	-	0.47
Exchange Rate Difference	-	0.01
Festival/Function Expenses	18.78	31.60
Freight & Cartage-Outward	80.72	86.72
Fees & Subscription	71.45	137.90
Head Office-Maintenance Expenses	18.00	17.24
Houskeeping Expenses	12.19	7.85
Ineligible ITC of GST	10.11	11.44
Insurance Expenses	49.16	49.31
Interest on TDS/GST/ESI	0.07	0.25
Interest on Income Tax	-	5.77
Loss on Sale of Car	0.62	-
Misc Expenses	4.03	2.26
Postage & Courier Charges	18.19	14.33
Printing & Stationery	16.16	17.06
Professional & Consultancy Charges	39.09	32.72
Pre-Operative Expenses Writeen Off	1.16	-
Quality Control & Audit Expenses	1.91	3.87
Repair & Maintenance (Computer)	14.69	12.23
Repair & Maintenance (Others)	25.45	17.48
ROC Fees	0.33	0.53
Security Service Expenses	60.51	58.85
Short & Excess	3.49	1.30
Testing & Sample Expenses	34.57	33.53
Travelling Expenses	19.34	19.15
Vehicle Running & Maintenance	27.23	17.78
Warehouse Expenses	19.06	25.00
Total	**665.64**	**721.96**

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PLACE: NEW DELHI
DATED: 28.05.2026

Notes to the consolidated financial statements for the year ended 31st March'2026

NOTE NO. 25

1. **Organization structure and nature of Business-** Wonder Electricals Limited is a listed public company limited by shares, incorporated and domiciled in India. Its registered office is located at Okhla Industrial Estate, Phase-III, Delhi, India and factories at Bhagwanpur, Roorkee and SIDCUL, Haridwar in the state of Uttarakhand and at Manoharabad Mandal, Medak, Hyderabad in the state of Telangana. The Company is engaged in the manufacturing of electric goods. Company has diversified market not only in domestic but also has global presence.

2. **Additional Notes to the consolidated financial statements**

A) **Contingent liabilities: -**

There is no contingent liability at the year end.

B) Books of accounts of the company have been maintained at Factories at Bhagwanpur, Roorkee and SIDCUL, Haridwar in the state of Uttarakhand and at Manoharabad Mandal, Medak, Hyderabad in the state of Telangana.

3. **Significant Accounting Policies**

a. Basis of preparation of financial statements:-

The financial statements of the Company have been prepared in accordance with Indian accounting standards (IND AS) notified under the Section 133 of the Companies Act read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use. Financial statements of the company are prepared under the historical cost convention on the accrual basis except some assets and liabilities which have been measured at their fair value.

The financial statements are presented in INR and all values are rounded to the nearest rupees in lakh.

b. Current and non-current classification

The company presents assets and liabilities in the balance sheet based on current/non-current classification

An asset is treated as current when:

(a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
(b) it holds the asset primarily for the purpose of trading;
(c) it expects to realise the asset within twelve months after the reporting period; or
(d) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period;

Current maturities of non-current asset are also termed as current assets.

An entity shall classify a liability as current when:
(a) it expects to settle the liability in its normal operating cycle;
(b) it holds the liability primarily for the purpose of trading;
(c) the liability is due to be settled within twelve months after the reporting period; or
(d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting.

Current maturities of non-current liabilities are also termed as current liability.

Company always classifies deferred tax assets (liabilities) as non-current assets (liabilities).

All other liabilities are classified as non-current.

The operating cycle of a company is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. When the entity's normal operating cycle is not clearly identifiable, it is assumed to be twelve months.

c. Foreign Currency

The company's reporting currency and the functional currency for its operations is Indian Rupees (INR) being the principal currency of the economic environment in which it operates.

(i) Transaction and balances

A foreign currency transaction shall be recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate, of the date on which transaction first qualifies for recognition as per Ind AS's, between the functional currency and the foreign currency at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies outstanding at the end of the reporting period are translated at the exchange rates prevailing as at the end of reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary assets and liabilities or on translating monetary assets and liabilities at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognized in statement of profit and loss in the period in which they arise. When a gain or loss on a non-monetary item is recognized in other comprehensive income, any exchange component of that gain or loss shall be recognized in profit or loss, any exchange component of that gain or loss shall be recognized in profit or loss.

Earning & expenditure in foreign exchange are as below:

Particulars	**Current Year (₹)**	**Previous Year (₹)**
Earning in foreign exchange	Nil	Nil
Expenditure in foreign exchange	2,29,516/-	Nil

d. Fair value measurement

The Company measures some financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date:
- Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — inputs other than quoted prices included in level 1 that are observed for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognizes transfers between level of the fair value hierarchy at the end of reporting period during which the change has occurred. The management has an established control framework with respect to fair value measurement.

e. <u>Revenue recognition</u>

(i) Sales of goods:-
Revenue from the sale of goods shall be recognised when all the following conditions have been satisfied:
(a) the entity has transferred to the buyer the significant risks and rewards of ownership of the goods;
(b) the entity retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
(c) the amount of revenue can be measured reliably;
d) it is probable that the economic benefits associated with the transaction will flow to the entity; and
e) the costs incurred or to be incurred in respect of the transaction can be measured reliably;
f) subsidies and other incentives are recognized on collection/receipt basis;

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies. Taxes, levies or duties are not considered to be received by the Company on its own account and excluded from net revenue.

Warranty is not a separate performance obligation but assurance type warranty and no separate provisions has been accounted for a warranty.

(ii) Rendering of services:

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction shall be recognised by reference to the stage of completion of the transaction at the end of the reporting period.

The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

(a) the amount of revenue can be measured reliably;
(b) it is probable that the economic benefits associated with the transaction will flow to the entity;
(c) the stage of completion of the transaction at the end of the reporting period can be measured reliably; and
(d) the costs incurred for the transaction and the costs to complete the transaction can be measured reliably;

(iii) Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR).

Interest Income from Bank- interest income is recorded on a time- proportionate basis that takes into account the effective interest rate (EIR)

Interest Received from Security with Electricity Board- Interest is recorded on the basis of agreement with Electricity Board while depositing the security amount.

Interest Received on IT Refund- Interest received at half percent per month as per rate defined under Income Tax Act

Other Income- It comprises of Interest Income received from Banks, Electricity board and other misc. interest.

f. Taxation

Income tax expense represents the sum of the current tax payable and deferred tax. The current tax is based on taxable profit for the year, which is determined pursuant to Income Tax Act, 1961. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income, in which case, the current tax and deferred tax are also recognised in other comprehensive income.

Deferred tax liability is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Unrecognised deferred tax assets are reassessed at the end of each reporting year and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

g. Property, Plant and Equipment

Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of plant and equipment and borrowing cost for long-term construction projects. The cost of an item of property, plant and equipment comprises:

(a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

(b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

(c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Subsequent costs are included in the carrying amount of assets or recognised as separate assets, as appropriate, only when it is probable that future economic benefits associated with them will flow to the company and the cost of the item can be measured reliably and it is expected to be used for more than one year.

An item of Property, plant or equipment is derecognised upon disposal or when no future economic benefits are expected from the continued use of assets. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in profit and loss. Depreciation on property, plant and equipment, except leasehold land, has been provided on written down value method as per the useful life of assets prescribed in Schedule II to the Companies Act, 2013.

The residual value of PPE for depreciation purpose is considered as 5% of the original cost of the asset. The estimated useful life of the assets is reviewed at the end of each financial year. Depreciation on the assets added / disposed of during the year is provided on pro-rata basis with reference to the month of addition / disposal. Value of leasehold land is amortised on the basis of lease period or balance life of the project whichever is earlier.

Name of company	**Type of Asset**	**Method of Depreciation**	**Useful life (years)**
Wonder Electricals Limited	Building	Written Down Value method	30
	Furniture & Fixture		10
	Office Equipment		5
	Plant & Machinery		15
	Vehicles		10
	Computer & Others		3

1) Property and Equipment includes Land amounting to Rs. 4,42,04,328, the title of which is held in the name of the Company and the same is presently being used for the purposes of the business.
2) The Company has recorded depreciation charge of Rs. 777.34 Lakhs for the period ended 31 March 2026.

h. <u>Intangible Assets</u>

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

i. <u>Borrowing Costs</u>

Borrowing cost attributable to the acquisition or construction of qualifying/ eligible assets are capitalized as part of the cost of such assets. A qualifying/ eligible asset is an asset that necessarily takes a substantial period of time to get ready for intended use. All other borrowing cost are recognised as expenses and are charged to revenue in the year.

j. <u>Leases</u>

Company as a lessee

The company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

As a lessee

The company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease.

Lease payments included in the measurement of the lease liability comprise the following:

– Fixed payments, including in-substance fixed payments;

– Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

– Amounts expected to be payable under a residual value guarantee; and

– The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

For Operating leases, security expenses is recognized on a straight line basis over the term of the relevant lease.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

k. Inventories

Cost shall comprise:

For Raw Materials and Packing materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in first out method basis.

Finished Goods and Work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in first out basis material cost and includes cost of conversion and cost incurred in bringing the goods to present location and condition.

Stores & Spares: The Stock of stores & spare parts are charged to revenue account except loose tools. Stores are valued at cost calculated on the basis of first in first out method. Provisions are made for unserviceable, damaged, obsolete, slow moving, defective stores and spares identified during the physical stock taking.

Scrap

Scrap is valued at cost or net realizable value whichever is lower.

l. Impairment

At the end of each reporting period, entity assesses whether there is any indication that an asset (tangible or intangible) may be impaired. If any such indication exists, the entity estimates the recoverable amount of the asset. Asset is impaired when its carrying value exceeds its recoverable amount. Where an indication of impairment exists, the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash- generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

m. Provisions, Contingent Liabilities & Continqent Assets

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the company, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote. Contingent Assets are not recognised in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate. Where an inflow of economic benefits is probable, an entity shall disclose a brief description of the nature of the contingent assets at the end of the reporting period, and, where practicable, an estimate of their financial effect.

n. Employee benefits expenses

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

The company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income. Past Service cost is recognized in the statement of profit & loss in the period of plan amendment.

Defined contribution plan:

Company's contributions paid/payable during the year to Provident Fund, Superannuation Fund and Employee state insurance are recognised in statement of profit and loss.

Compensated absence:
Liability for compensated absence is provided based on accumulated leave credit outstanding to employees as on the date of balance sheet.

Liabilities for short term employee benefits are measured at undiscounted amount of the benefits expected to be paid and charged to Statement of Profit & Loss in the year in which the related service is rendered.

Whereas Company is maintaining the Gratuity funds with LIC and making the premium payment over the period for its maintenance. The post-employment benefits like pension and gratuity are taken under Other Current Assets.

o. Financial instruments

A. **Financial assets**:-

(i) Initial recognition and measurement
All financial assets are recognised initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) Subsequent measurement
On subsequent recognition, a financial asset is classified as measured at:
• Amortised cost — Debt instruments
• Fair value through other comprehensive income (FVTOCI) - Debt Investment
• Fair value through other comprehensive income (FVTOCI) — Equity investment
• Fair value through profit or loss (FVTPL) — Derivatives, preference shares and debt instruments.

(iii) Amortised cost
A 'Financial asset' is measured at the amortised cost if both the following conditions are met and is not designated as at FVTPL:
- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

(iv) Equity Investment
On initial recognition of an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in the fair value of investment in OCI (designated as FVTOCI — equity investment). This election is made on an investment by investment basis.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

(v) <u>Impairment of financial assets</u>

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance. Financial assets that are debt instruments and are measured as at FVTOCI. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18. Financial guarantee contracts which are not measured as at FVTPL.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:
Trade receivables or contract revenue receivables; and The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all the contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

All the contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual cash terms of the financial instruments.

Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

(vi) <u>Financial Liabilities</u>

A financial liability is any liability that is:

a) a contractual obligation :

i) to deliver cash or another financial asset to another entity; or

ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentiallyunfavourable to the entity; or

b) a contract that will or may be settled in the entity's own equity instruments and is:

i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equityinstruments; or

ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose, rights, options or warrants to acquire a fixed number of the entity's own equity instruments for a fixed amount of any currency are equity instruments if the entity offers the rights, options or warrants pro rata to all of its existing owners of the same class of its own non- derivative equity instruments.

Apart from the aforesaid, the equity conversion option embedded in a convertible bond denominated in foreign currency to acquire a fixed number of the entity's own equity instruments is an equity instrument if the exercise price is fixed in any currency.

Also, for these purposes the entity's own equity instruments do not include puttable financial instruments that are classified as equity instruments in accordance with paragraphs 16A and 16B, instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation and are classified as equity instruments in accordance with instruments that are contracts for the future receipt or delivery of the entity's own equity instruments. As an exception, an instrument that meets the definition of a financial liability is classified as an equity instrument if it has all the features and meets the conditions in paragraphs 16A and 16B or paragraphs 16C and 16D.

Initial Recognition and measurement

All financial liabilities are recognised initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent recognition

Instrument	Subsequent recognition
Held for trading	Fair value
Financial guarantee contracts	Higher of loss allowance and amount recognised less cumulative amortization
Loans and borrowings	Amortised cost

(vii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability (or part of a financial Liability) extinguished or transferred to another party and the consideration paid, including any non- cash assets transferred or liabilities assumed, shall be recognised in profit or loss.

(viii) Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model.

p. <u>Cash and Cash equivalents</u>

Cash and Cash equivalents in the balance sheet comprises cash on hand, at bank and short-term deposits with banks. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Such cash equivalents are subject to insignificant risk of changes in value.

In Cash Flow statement prepared by the company, Cash flows are reported using indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transaction of non- cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

q. <u>Earnings per share</u>

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of any extra ordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.

r. <u>Trade receivables</u>

Trade receivables represents amount billed to customers as credit sales and are net off;

a) Any amount billed but for which revenues are reversed under the different accounting standard and
b) Impairment for trade receivables, which is estimated for amounts not expected to be collected in full.

s. <u>Loans and Advances</u>

Loans and advances are non-derivative financial assets with fixed and determinable payments. This category includes the loans, cash and bank balances, other financial assets and other current assets.
Subsequent to initial measurement, loans and receivables are carried at amortized cost based on effective interest rate method less appropriate allowance for doubtful receivables.
Loans and advances are further classified as current and non-current depending on whether they will be realized within 12 months after the balance sheet date or beyond.

t. <u>Investment:-</u>

There is no investment made by the company in securities or shares during the year.

<u>NOTE NO: 26</u>

25.1 **<u>Corporate Social Responsibility Activities</u>**

On account of Corporate Social Responsibility Activities (CSR), the company has spent Rs. 32,48,044/- for current year and also spent excess amount of Rs. 60,45,574/- for future liabilities under the provisions of CSR Activities which is booked under the group of Other Current Assets of Financial Statements.

S. No.	Particulars	Amount (₹)

1.	amount required to be spent by the company during the year;	32,48,044/-
2.	amount of expenditure incurred,	32,48,044/-
3.	shortfall at the end of the year,	Nil
4.	total of previous years shortfall,	Nil
5.	reason for shortfall,	NA
6.	nature of CSR activities	Stipend paid to Apprentice employees as per Ministry of Skill Development And Entrepreneurship, notification dated 25th Sept'2019 vide G.S.R. 686E.
7.	details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	No such transaction made by the company

25.2 **Payment to Auditors:**

Particulars	**Current Year (₹)**	**Previous Year (₹)**
Professional Fees	1,00,000/-	13,73,700/-
GST and other charges	18,000/-	2,47,466/-
Total	**1,18,000/-**	**16,21,166/-**

25.3 **Related Party Disclosure**

1. **Key Management Personnel (KMP)**

Sr. No.	Name of related party	Designation	Nature of Transactions	Amount (₹)
1.	Harsh Kumar Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	24,20,000/- 81,26,733/-
2.	Yogesh Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	24,20,000/- 80,30,000/-
3.	Yogesh Sahni	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	24,20,000/- 1,10,00,000/-
4.	Jatin Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,00,000/- 57,75,000/-
5.	Siddhant Sahni	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,00,000/- 59,00,000/-
6.	Karan Anand	Director	Director Remuneration Unsecured Loan taken balance o/s at year end.	29,50,000/- 39,00,000/-
7.	Dhruv Kumar Jha	Company Secretary	Salary Paid	7,61,300/-

8.	Ankit Tiwari	Independent Director	Sitting Fees	1,12,000/-
9.	Vishal Singh	Independent Director	Sitting Fees	1,12,000/-
10.	Bhawna Saunkhiya	Independent Director	Sitting Fees	1,12,000/-
11.	Monam Kapoor	Independent Director	Sitting Fees	1,12,000/-
12.	Sunil Malhotra	Independent Director	Sitting Fees	1,12,000/-
13.	Jughal Kishore Chugh	Independent Director	Sitting Fees	56,000/-
14.	Atul Mittal	Independent Director	Sitting Fees	16,200/-

2. <u>Other Related Party Transaction</u>

Sr. No.	Name of related party	Relation	Nature of Transactions	Transaction Amount (₹)
1.	Uttaranchal Industries	Common Management	Rent Paid	88,20,000/-
2.	Quality Components	Common Management	Purchase of Goods Sale of Goods	16,91,37,649/- 45,59,572/-
3.	Akas Technoplast Pvt. Ltd.	Common Management	Purchase of Goods Sale of Goods	2,80,87,159/- 23,45,605/-
4.	Stamping & More LLP	Common Management	Purchase of Goods Sale of Goods Other Transaction	61,69,67,392/- 4,35,45,468/- 55,372/-
5.	GSA Container LLP	Common Management	Purchase of Goods Sale of Goods	6,89,73,103/- 8,09,291/-
6.	GSA International	Common Management	Rent Paid	9,90,000/-
8.	Guru Technologies LLP	Common Management	Unsecured Loan taken balance o/s at year end.	1,04,00,000/-

25.4 Segment Reporting: As the Company's business activities fall within a single primary business segment viz "manufacturing of electric fans" and therefore the disclosure requirements of IND AS-108 "operating segments" as notified by The Companies (Indian Accounting Standards) Rules, 2015 is not applicable.

25.5 The Earnings Per Share has been calculated as specified in the IND AS 33 on "Earning Per Share" as notified by The Companies (Indian Accounting Standards) Rules, 2015, the related disclosure is as below:-

S. No.	Particulars	FY 2025-26	FY 2024-25
1.	Profit/Loss after Tax (in lacs)	911.42	1,901.72
2.	Weighted average number of equity shares (in lacs)	1340.08	1340.08
3.	Basic & diluted earnings per share	0.68	1.42

25.6 Employee Benefits: As per IND AS -19 on "Employee Benefits" as notified by The Companies (Indian Accounting Standards) Rules 2015, the disclosures of employee benefits are given below:

a) Company's Contribution to Provident Fund & Employee State Insurance Scheme is Rs. 1,64,22,598/- (Previous Year Rs. 1,94,39,828/-).

25.7 In the opinion of Board of Directors and to the best of their knowledge, value on realization of Assets other than fixed assets in the ordinary course of business, would not be less than the amount at which they are stated in the Balance Sheet.

25.8 All the figures in financial statement have been rounded off to rupees in lakhs.

25.9 Export Development Expenses
During the year, Company has written off the expenses incurred on Export Development which is being written off in 5 years started from the FY 2021-22.

25.10 Trade Payables-Micro and Small Enterprises
Based upon the data received from vendors, Company has classified vendors into Micro/ Small enterprises. No separate verification done.

25.11 Sundry Debtors, Sundry Creditors and Other Advances:-
The balances of sundry debtors, Sundry creditors and other advances are subject to confirmation. The balances adopted are as appearing in the books of accounts of the company.

25.12 Previous year figures have been regrouped, reclassified and rearranged, wherever necessary to confirm to this year's classification.

25.13 Financial Instruments
The carrying value is considered as measured at fair value of financial instruments of March 31, 2026 were as follows: (Figures in lacs)

Particulars	Amortized Cost	Financial assets/ liabilities atfair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total carrying Value	Total fair value
Financial Assets:					
Trade receivables	24,939.28	-	-	24,939.28	24,939.28
Cash and cash Equivalents	2,855.73	-	-	2,855.73	2,855.73
Loan & Advances	353.37	-	-	353.37	353.37
--Other financial assets	754.62	-	-	754.62	754.62
Total	**28,903.00**	**-**	**-**	**28,903.00**	**28,903.00**
Financial Liabilities:					
Trade payables	17,686.68	-	-	17,686.68	17,686.68

Borrowing	9,370.65	-	-	9,370.65	9,370.65
Other financial liabilities	1,544.01	-	-	1,544.01	1,544.01
Total	**28,601.33**	-	-	**28,601.33**	**28,601.33**

The carrying value is considered as measured at fair value of financial instruments by categories as of March 31, 2025 were as follows:

Particulars	Amortized Cost	Financial assets/ liabilities atfair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total carrying Value	Total fair value
Financial Assets:					
Trade receivables	27,541.93	-	-	27,541.93	27,541.93
Cash and cash Equivalents	2,490.38	-	-	2,490.38	2,490.38
Loan & Advances	367.95	-	-	367.95	367.95
--Other financial assets	1,116.74	-	-	1,116.74	1,116.74
Total	**31,517.00**	-	-	**31,517.00**	**31,517.00**
Financial Liabilities:					
Trade payables	19,018.24	-	-	19,018.24	19,018.24
Borrowing	11,067.97	-	-	11,067.97	11,067.97
Other financial liabilities	1,812.32	-	-	1,812.32	1,812.32
Total	**31,898.52**	-	-	**31,898.52**	**31,898.52**

NOTE NO: 27 Additional Regulatory Information

26.1 There is no Immovable Properties held by the company title deeds of which are not in name of the Company;

26.2 There is no investment property held by the company during the year, hence valuation by a registered valuer for the fair value of investment property does not require;

26.3 During the year, the Company has invested Rs. 25,50,000/- in M/s Integrated Motion & Control LLP, resulting in acquisition of 51% shareholding in the LLP. Consequently, M/s Integrated Motion & Control LLP has become a subsidiary of the Company;

26.4 During the year, the Company commenced business operations through its new unit situated at SIDCUL, Haridwar. The pre-operative expenses incurred in relation thereto are being written off over a period of five years.

26.5 The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) during the year hence valuation by a registered valuer does not require;

26.6 There is no Loans or Advances in the nature of loans which are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person;

26.7 There is no Capital-Work-in-progress (CWIP) during the year;

26.8 There is no Intangible assets under development during the year;

26.9 Company does not hold any benami property during the year;

26.10 Company is availing working capital limit from HDFC Bank and Standard Chartered Bank on the basis of security of Inventory and debtors in respect of which a monthly statements of book debt, stock and creditors is being filed by the company with the bank and they are broadly in agreement with the books of account of the Company;

26.11 Company has not been declared a wilful defaulter by any bank or financial Institution or other lender during the year;

26.12 Company is not having any kind of relationship with the Struck off Companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956;

26.13 There is no charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period;

26.14 Compliance with number of layers of companies prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 does not applicable on the company;

26.15 There is no Scheme of Arrangements which has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year;

26.16 Ratios to the extent applicable on company are attached as per Annexure-I;

26.17 Utilisation of Borrowed funds and share premium:-

(a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) No funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, 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 any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

26.18 During the year, there is no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961);

26.19 Company has not traded or invested in Crypto currency or Virtual Currency during the financial year;

26.20 Note 1 to 27 forms an integral part of the Balance Sheet and have been authenticated.

As per our Audit Report of even date attached.

For **Tanuj Garg & Associates** Chartered Accountants (Registration No. 013843C)	For & on behalf of **Wonder Electricals Limited**

Sd/- **CA Shailendra Singh Bhadauria** Partner (Membership No. 097767)	**Sd/-** **Harsh Kumar Anand** (Chairman) DIN: 00312438	**Sd/-** **Yogesh Anand** (Chief Financial Officer) PAN: AAEPA6561
Place:-New Delhi **Date: - 28.05.2026**	**Sd/-** **Yogesh Sahni** (Managing Director) DIN: 00811667	**Sd/-** **Dhruv Kumar Jha** (Company Secretary) PAN: BLJPJ3631F

Statement of changes in equity

A. Equity Share Capital

Amount in Rs.

Balance at the beginning of the reporting period i.e., 01.04.2024	Changes in equity share capital during the year 2024-25	Balance at the end of the reporting period i.e. 31.03.2025
13,40,08,000	-	13,40,08,000

Balance at the beginning of the reporting period i.e. 01.04.2025	Changes in equity share capital during the year 2025-26	Balance at the end of the reporting period i.e. 31.03.2026
13,40,08,000	-	13,40,08,000

B.Other Equity

Amount in Lakhs

Particulars	Reserves and surplus			Total
	Retained earnings	Security Premium account	Other Comprehensive Income (FVOCI-defined benefit obligation)	
As at 01.04.2024	4,340.40	1,113.86	-	5,454.26
Current year transfer Profit/loss during the year	1,901.72	-	-	1,901.72
Remeasurement of net defined benefit obligation/assets	-	-	-	-
Opening IND AS adjustment Earlier Year Excess Depreciation	-	-	-	-
Adjustment	-3.72	-	-	-3.72
Distribution of dividend on equity shares	-268.02	-	-	-268.02
Distribution of dividend on preference shares	-99.63		-	-99.63
Balance as at 31.03.2025	5,870.75	1,113.86	-	6,984.61

Particulars	Reserves and surplus			Total
	Retained earnings	Security Premium account	Other Comprehensive Income (FVOCI- defined benefit obligation)	
As at 01.04.2025	5,870.75	1,113.86	-	6,984.61
Current year transfer Profit/loss during the year	911.42	-	-	911.42
Remeasurement of net defined benefit obligation/assets	-	-	-	-
Opening IND AS adjustment Earlier Year Excess Depreciation	-	-	-	-
Adjustment	14.58	-	-	14.58
Distribution of dividend on equity shares	-268.02	-	-	-268.02
Distribution of dividend on preference shares	-99.63	-	-	-99.63
Balance as at 31.03.2026	6,429.10	1,113.86	-	7,542.96

As per our Audit Report of even date attached.

For **Tanuj Garg & Associates**
Chartered Accountants
(Registration No. 013843C)

For & on behalf of
Wonder Electricals Limited

Sd/-
CA Shailendra Singh Bhadauria
Partner
(Membership No. 097767)

Sd/-
Harsh Kumar Anand
(Chairman)
DIN: 00312438

Sd/-
Yogesh Anand
(Chief Financial Officer)
PAN: AAEPA6561

Place:-New Delhi
Date: - 28.05.2026

Sd/-
Yogesh Sahni
(Managing Director)
DIN: 00811667

Sd/-
Dhruv Kumar Jha
(Company Secretary)
PAN: BLJPJ3631F

WONDER

WONDER ELECTRICALS LTD.

PLANTS

1

Khasra No. 105-106,
Raipur Industrial Area,
Bhagwanpur, Roorkee,
Haridwar,
Uttarakhand-247667

2

Plot No. 4,
Industrial Park,
Kucharam Village,
Manoharabad Mandal,
Medak, Hyderabad,
Telangana-502336

3

Plot No. 33,
Sector 8A, SIDCUL,
Haridwar,
Uttarakhand-249403

4

Plot No. 14,
Sector 6A, SIDCUL,
Haridwar,
Uttarakhand-249403