

Motherson Groups Investments USA Inc
Financial Statements
2025-26

Motherson Groups Investments USA Inc

	Notes	AS At March 31,2026	AS At March 31,2025
ASSETS			
Non-current assets			
Property, plant and equipment	1(a)	19,599,128	20,309,241
Land		696,600	696,600
Deferred tax asset	2	1,126,655	529,698
Investment	4	100,000	100,000
Total Non-current assets		21,522,383	21,635,539
Current assets			
Financial assets			
i. Cash and cash equivalents	3	1,320,392.58	1,436,767.07
ii. Other current financial assets			
iii, Other current assets	4	189,804.32	373,082.32
Total Current assets		1,510,197	1,809,849
Total assets		23,032,580	23,445,388
EQUITY AND LIABILITIES			
Equity			
Equity share capital	5	10	10
Share application money pending for allotments			
Other equity			
Reserves and surplus	6	120,903	(102,772)
Total equity		120,913	(102,762)
Liabilities			
Non Current liabilities			
Long term borrowings			
Intercompany loans	7	-	22,199,990
Financial Liabilities			
i. Long term lease liabilities			
		-	-
Total non current liabilities		-	22,199,990
Current liabilities			
Financial Liabilities			
i. Lease liabilities - Current		-	-
ii. Borrowings		22,199,990	-
Other current liabilities	8	596,790	1,341,045
Short term provision		114,887	7,115
Total current liabilities		22,911,667	1,348,160
Total equity and liabilities		23,032,580	23,445,388

Motherson Groups Investments USA Inc

	Notes	For the year ended March 31,2026	For the year ended March 31,2025
Revenue			
Lease income		2,248,296.00	2,209,621.00
Total income		2,248,296	2,209,621
Expenses			
Employee benefit expense			
Depreciation and amortisation expense	9	710,113.33	710,113.33
Depreciation and amortisation expense FRS 116			
Finance costs	10	1,478,797.50	1,478,797.50
Other expenses	11	8,568.00	5,775.00
Total expenses		2,197,479	2,194,686
Profit before tax		50,817	14,935
Tax expenses	12	(172,858)	10,301
Profit for the year		223,675	4,634
Other comprehensive income		-	-
Total comprehensive income for the year, net of tax		223,675	4,634
Summary of significant accounting policies			

Motherson Groups Investments USA Inc
Notes to the Special Purpose Financial Statements

(All amounts in USD, unless otherwise stated)

1(a) Property, plant and equipment

Particulars	Freehold land	Buildings	Plant & equipment	Furniture & fixtures	Total	Capital work in progress
Year ended March 31, 2025						
Gross carrying amount						
As at April 01, 2024					-	
Additions	696,600	21,019,355			21,715,955	
Transfers	-				-	
At March 31, 2025	696,600	21,019,355	-	-	21,715,955	-
Accumulated depreciation						
As at April 01, 2024	-				-	-
Depreciation charge during the year	-	710,113			710,113	-
At March 31, 2025	-	710,113	-	-	710,113	-
Net carrying amount as on March 31, 2025	696,600	20,309,242	-	-	21,005,842	-
Year ended March 31, 2026						
Gross carrying amount						
As at April 01, 2025	696,600	21,019,355	-	-	21,715,955	-
Additions	-				-	
Transfers	-				-	
At March 31, 2026	696,600	21,019,355	-	-	21,715,955	-
Accumulated depreciation						
As at April 01, 2025	-	710,113	-	-	710,113	-
Depreciation charge during the year	-	710,114			710,114	-
At March 31, 2026	-	1,420,227	-	-	1,420,227	-
Net carrying amount as on March 31, 2026	696,600	19,599,128	-	-	20,295,728	-

Notes to the Special Purpose Financial Statements

(All amounts in USD, unless otherwise stated)

		March 31, 2026		March 31, 2025	
2	Deferred tax assets (net)				
	Deferred tax assets				
	Unabsorbed depreciation and tax losses		80,444		(11,799)
	Interest limitation		613,221		509,312
	Accrued expenses				
	Others		432,990		32,185
	Total		1,126,655		529,697
3	Cash and cash equivalents				
	Balance with banks - in current accounts		1,320,393		1,436,767
	Total		1,320,393		1,436,767

Change in liabilities arising from financing activities

	April 01, 2025	Cash Flow	Non cash items*	March 31, 2026
Loan from related parties	22,199,990			22,199,990
Lease liabilities				
Total liabilities from financing activities	22,199,990	-	-	22,199,990

Change in liabilities arising from financing activities

	April 01, 2024	Cash Flow	Non cash items*	March 31, 2025
Loan from related parties	22,199,990			22,199,990
Lease liabilities				
Total liabilities from financing activities	22,199,990	-	-	22,199,990

* Non cash items includes new leases taken or termination of lease contracts in case of lease liabilities and capitalisation of borrowing into additional paid up capital in case of loan from related parties.

		March 31, 2026		March 31, 2025	
4	Other assets				
	Non-Current				
	Preferential Bonds Sahara AI Ltd.		100,000		100,000
	Total		100,000		100,000
	Current				
	Receivables from related parties		189,804		373,082
	Others		-		-
	Total		189,804		373,082
5	Equity share capital				
	Authorised				
	Equity share of par value USD 0.001 each, fully paid		10		10
	Total		10		10

Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares having a par value of USD 0.001 per share. Each holder of equity is entitled to one vote per share held. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company.

Name of the shareholder	March 31, 2026		March 31, 2025	
	No. of shares	%	No. of shares	%
Equity share of par value USD 0.001 each, fully paid				
MSSL (GB) Ltd.	1,000	100%	1,000	100%
(Holding Company)				

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

		March 31, 2026		March 31, 2025	
6	Other Equity				
	Retained earnings				
	Opening balance		(102,772)		
	Additions during the year		223,675		(102,772)
	Closing balance		120,903		(102,772)
7	Intercompany Loans				
	Non-current				
	Loan from related parties		22,199,990		22,199,990
	Less:-Disclosed under other current financial liabilities		-		-
	Secured Loan from third parties		-		-
	Total		22,199,990		22,199,990

(i) Loans from related parties represents unsecured loans amounting to:
a) USD 22,199,990 from MSSL (GB) Ltd. at an interest rate of 6.57% p.a.

(ii) The borrowings do not carry any financial covenants.

		March 31, 2026		March 31, 2025	
8	Other Current Liabilities				
	Current				
	Interest payable to related party		596,790		1,341,045
	Total		596,790		1,341,045

		For the year ended	
		March 31, 2026	March 31, 2025
9	Depreciation and amortisation expense		
	Depreciation of property, plant and equipment	710,113	710,113
	Total	710,113	710,113
10	Finance costs		
	Interest on related parties borrowings	1,478,798	1,478,798
	Other finance cost		
	Total	1,478,798	1,478,798
11	Other expenses		
	Legal & professional fees	8,568	
	Miscellaneous expenses		5,775
	Total	8,568	5,775

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		For the year ended	
		March 31, 2026	March 31, 2025
12	Income tax expense		
a.	Income tax expense		
	Current tax		
	Current income tax	439,732	331,760
	Total current tax expense/ (income)	439,732	331,760
	Deferred tax		
	Decrease/ (increase) in deferred tax assets (net)	(612,590)	(321,460)
	Total deferred tax expense/ (benefit)	(612,590)	(321,460)
	Income tax expense/ (income)	(172,858)	10,301

The Company files its own separate U.S. corporate federal and state income tax returns and has not elected to become an affiliate member of any consolidated U.S. tax return. The Company is a U.S. component member of a controlled group for U.S. tax purposes, which includes amongst others, SMR Automotive Vision System Operations USA Inc., Motherson Lumen North America INC., Motherson Yachiyo Automotive Tech Products of America, Inc., Motherson DRSC Modules USA Inc., MSSSL Consolidated Inc., Motherson SAS Automotive Services USA Inc., PKC Group USA Inc., Motherson Technology Services USA Limited, and SMI Consulting Technologies Inc.

Deferred income taxes are calculated using the balance-sheet based liability method. Deferred tax assets and liabilities are recognised for all temporary differences between the carrying amount of an asset or liability and the values used for taxation purposes. Deferred tax assets are also recognised for tax-loss carry forwards to the extent it is probable that future taxable profits will be available. For this reason, the recognition of all deferred tax assets based on tax losses is carried out with suitable consideration given to their realisation. Deferred taxes are determined on the basis of tax rates that have been enacted or substantially enacted by the end of the reporting period.

There is no significant change in corporate tax rates, in jurisdictions where the Company operates, having material impact on current charge and future adjustment to the carrying amounts of assets and liabilities.

This statement enables the expected tax expense to be reconciled with the effective tax expense reported.

		For the year ended	
		March 31, 2026	March 31, 2025
Reconciliation of the effective tax rate			
Profit / (Loss) before tax		223,675	14,935
		21%	21%
Tax at rate of 21%		46,972	3,136
Recognition and utilisation of previously unrecognised tax			
Prior period adjustments			
Tax effect of amounts which are not deductible in calculating taxable income			
Temporary effects (R&D)			
BEAT Tax			
Effect of tax credits			
Other adjustments		176,703	7,165
Income tax expense/ (credit)		223,675	10,301

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(All amounts in USD, unless otherwise stated)

13 Earnings per share

a) Basic

	March 31, 2026	March 31, 2025
Net profit after tax available for equity shareholders	223,675	4,634
Equity shares outstanding at the beginning of the year	1,000	1,000
Weighted average number of equity shares used to compute basic earnings per share	1,000	1,000
Basic earnings (in USD) per share of USD 0.001 each.	224	5

b) Diluted (Refer note (i) below)

Net profit after tax available for equity shareholders	223,675	4,634
Weighted average number of equity shares of USD 0.001 each	1,000	1,000

(i) The Company does not have any potential equity shares and thus, weighted average number of shares for computation of basic EPS and diluted EPS remains same.

(ii) The Company has not considered additional paid in capital in calculation of earning per share as no shares were issued by the Company. There is no impact on the ownership of the Company as 100% of the issued shares are held by the Holding Company itself.

15 Fair value measurement

The following table shows the carrying amounts of the Company's financial instruments

	March 31, 2026	March 31, 2025
FINANCIAL ASSETS		
Financial assets at amortised cost		
Trade receivables		
Other financial assets	189,804	373,082
Cash and cash equivalents	1,320,393	1,436,767
FINANCIAL LIABILITIES		
Financial Liabilities at amortised cost		
Borrowings:		
Loan from related parties	22,199,990	22,199,990
Finance lease liabilities	-	
Trade payables		
Other financial liabilities	596,790	1,341,045

The fair values of non-current financial assets and liabilities are not significantly different from their carrying amounts.

Due to the short-term nature of cash and cash equivalents and the short-term maturities of trade receivables, trade payables and other receivables and liabilities, their fair values are equal to their carrying amounts.

A description of the Company's financial instrument risks, including risk management objectives and policies is given in note 34.

16 Contingent liabilities

The Company is engaged in various legal proceedings and other matters in the normal course of business.

The Company assesses its exposure to loss contingencies and provides for an exposure if it is judged to be probable and estimable.

Although the outcome of litigation is always subject to uncertainties, management believes the likelihood is remote that these matters will have any material adverse effect on the results of operations or financial position of the Company.

17 Capital management

The Company's objectives when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns and benefits for stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the industry, the company monitors Net Debt to EBITDA ratio: Net debt (total borrowings including lease liabilities net of cash and cash equivalents) divided by EBITDA (Profit before tax plus depreciation and amortization expense plus finance cost plus exceptional expense less interest income).

The Company's strategy is to ensure that the Net Debt to EBITDA is managed at an optimal level considering the above factors. The Net Debt to EBITDA ratios were as follows:

	<u>March 31, 2026</u>	<u>March 31, 2025</u>
Net Debt	20,879,597	20,763,223
EBITDA	2,239,728	2,203,846
Net Debt to EBITDA	9.32	9.42

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

18 Financial risk management**A. Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities primarily trade receivables, foreign exchange transactions and other financial instruments.

B. Liquidity risk

The liquidity risk encompasses any risk that the Company cannot fully meet its financial obligations. To manage the liquidity risk, cash flow forecasting is performed. Company's finance monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom.

The following table shows the remaining contractual maturities of financial liabilities of the Company presented on a gross and undiscounted basis:

	March 31, 2026			
	Upto 1 year	1 to 5 years	More than 5 years	Total
Non-Derivative financial liabilities				
Borrowings*	22,199,990	-	-	22,199,990
Lease liabilities	-	-	-	-
Trade payables	-	-	-	-
Other financial liabilities	596,790	-	-	596,790
Total	22,796,780	-	-	22,796,780

* Accrued interest as of March 31, 2025 is included in other financial liabilities

	March 31, 2025			
	Upto 1 year	1 to 5 years	More than 5 years	Total
Non-Derivative financial liabilities				
Borrowings*		22,199,990		22,199,990
Lease liabilities				-
Trade payables				-
Other financial liabilities	1,341,045			1,341,045
Total	1,341,045	22,199,990	-	23,541,035

* Accrued interest as of March 31, 2024 is included in other financial liabilities

C. Market risk

Market risk is the risk that the fair value of future cashflows of a financial instruments will fluctuate because of changes in market price/ rate. Market risk comprises one type of risk: interest rate risk.

a. Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to changes in interest rates arise from borrowings and is relatively low as a borrowings comprises of loans from related parties.

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