

Financial Statements Report
of
MOTHERSON TECHNOLOGY SERVICES
KABUSHIKI GAISHA
for the year ended March 31, 2026 and 2025
with
Audit Report

Miki Accounting Co.

Miki ACCOUNTING CO.

Certified Public Accountant
A Professional Corporation

Audit Report

To the Board of Directors of
MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

We have audited the financial statements of MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA (the "Company"), which comprise the balance sheet as of March 31, 2026 and 2025, the income statement for the year ended March 31, 2026 and 2025, expressed in Japanese Yen.

Our audit procedures included in confirmation of balance sheet and income statement, meaning that all the items on the balance sheet and income statement be examined with regards to validation, existence, rights and obligations, presentation and disclosure.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as of March 31, 2026 and 2025, and the results of their operations for the year then ended in accordance with IND AS accounting policies.

Very truly yours,



Miki Accounting Co.

April 27, 2026

Osaka, Japan

BALANCE SHEET

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA
As of March 31, 2026

ASSETS	Japanese Yen	
	2026	2025
Current Assets:		
Cash in bank	¥ 4,630,328	¥ 4,819,725
Accounts receivable	240,000	16,683,922
Allowance for doubtful accounts (Trade receivables)	(240,000)	(240,000)
Stocks (including Work in progress)	21,264,257	4,003,607
Prepayments	858,975	22,770
Other receivables	65,869,149	2,157,478
Suspend	-	108,200
Consumption tax receivable	757,506	4,129,500
Total current assets	93,380,215	31,685,202
Non-current Assets		
Fixed Assets:		
Fixtures	-	-
Equipment	1,294,829	1,294,829
Less, Accumulated depreciation	(7,654,449)	(7,045,656)
Software	6,584,300	6,584,300
	224,680	833,473
Other Assets:		
Deposits	-	-
Total non-current assets	224,680	833,473
Total assets:	¥ 93,604,895	¥ 32,518,675
LIABILITIES AND EQUITY	Japanese Yen	
	2026	2025
Current & Fixed Liabilities:		
Accounts payable - Trade	¥ 7,157,941	¥ 22,454,868
Short-term debt	200,000,000	200,000,000
Short-term debt	606,720,441	509,887,001
Accounts payable - other	28,494,031	78,731,151
Other current Financial Liability	94,545,843	-
Income taxes payable	182,500	182,500
Accrued expenses	1,412,258	25,224,249
Paid holidays allowance	-	331,673
Deposit received, Withholding tax, etc	-	1,124,871
Suspense receipt	17,442,253	-
Total current liabilities:	955,955,267	837,936,313
Shareholders' Equity:		
Common stock	28,000,000	28,000,000
Retained earnings	(890,350,372)	(833,417,638)
Total shareholders' equity:	(862,350,372)	(805,417,638)
Total liabilities and shareholders' equity:	¥ 93,604,895	¥ 32,518,675

INCOME STATEMENTS

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

For the year ended March 31, 2026

	Japanese Yen	
	2026	2025
Revenue:		
Net sales	¥ (25,116,641) ¥	90,314,356
Interest income	17,170	6,646
Foreign exchange gain	10,477,046	17,040,602
Other miscellaneous income	3,539,640	6,434,949
	(11,082,785)	113,796,553
Costs and expenses:		
Cost of sales	(26,089,982)	84,101,724
Selling, general and administrative	7,008,279	78,224,412
Interest expense	26,118,906	24,176,936
Foreign exchange loss	38,566,816	14,974,706
Other miscellaneous loss	63,430	4,548,278
	45,667,449	206,026,056
Income before income taxes	(56,750,234)	(92,229,503)
Income taxes	182,500	182,500
Net income	(56,932,734)	(92,412,003)
Retained earnings at:		
Beginning of year	(833,417,638)	(741,005,635)
End of year	¥ (890,350,372) ¥	(833,417,638)

SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

For the year ended March 31, 2026

	Japanese Yen	
	2026	2025
Salary	¥ 2,601,133	¥ 45,872,066
Provision of allowance for paid holidays	(331,673)	(1,338,419)
Bonus	-	674,285
Commuting traffic	-	400,584
Social insurance	1,075,360	8,257,476
Welfare	-	199,594
Retirement pay	-	9,775,623
Delivery	19,973	174,710
Entertainment	3,936	122,914
Meeting	4,991	169,139
Travel	1,086,409	7,742,071
Telephone	670,807	1,395,192
Supplies	81,792	534,168
Sales activities	-	12,530,839
Utilities	-	17,801
Membership fee	4,000	62,420
Bank & other charges	282,342	2,134,871
Maintenance	-	212,000
Insurance	22,770	441,162
Professional services	3,978,750	6,653,416
Depreciation	608,793	1,757,768
Office & House rent	15,000	620,997
Other taxes	16,897	2,687,423
Others, miscellaneous	60,000	63,250
Transfer to Cost of sales	(3,193,001)	(22,936,938)
Total	¥ 7,008,279	¥ 78,224,412

STATEMENT OF CHANGES OF SHAREHOLDERS' EQUITY

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

For the year ended March 31, 2026

Japanese Yen				
2026				
	Shareholders' equity			Net assets
	Common stock	Retained earnings	Total shareholders' equity	
Net assets at April 1, 2025	¥ 28,000,000	¥ (833,417,638)	¥ (805,417,638)	¥ (805,417,638)
Net income	-	(56,932,734)	(56,932,734)	(56,932,734)
Net change	-	(56,932,734)	(56,932,734)	(56,932,734)
Net assets at March 31, 2026	¥ 28,000,000	¥ (890,350,372)	¥ (862,350,372)	¥ (862,350,372)

Japanese Yen				
2025				
	Shareholders' equity			Net assets
	Common stock	Retained earnings	Total shareholders' equity	
Net assets at April 1, 2024	¥ 28,000,000	¥ (741,005,635)	¥ (713,005,635)	¥ (713,005,635)
Net income	-	(92,412,003)	(92,412,003)	(92,412,003)
Net change	-	(92,412,003)	(92,412,003)	(92,412,003)
Net assets at March 31, 2025	¥ 28,000,000	¥ (833,417,638)	¥ (805,417,638)	¥ (805,417,638)

NOTES TO FINANCIAL STATEMENTS

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

For the year ended March 31, 2026

1 BASIS OF PRESENTING FINANCIAL STATEMENTS

The Company maintains its accounting records and prepares its financial statements in accordance with the Group Ind AS accounting policies, which are slightly different in certain respects as to the application and disclosure requirements of the International Financial Reporting Standards (IFRS). In preparing accompanying financial statements, certain reclassifications and rearrangements have been made to the financial statements issued domestically in order to present them in a form which is more familiar to readers outside Japan.

The accounting book and the financial statements are stated in Japanese Yen.

2 SUMMARY OF MAJOR ACCOUNTING POLICIES

Revenue recognition

Net sales include sales price of products and discounts, excluding consumption tax (Japanese VAT).

Revenue is recognized at the inspection date of customers.

Fixed asset

Fixed assets are stated at book value.

Depreciation of fixed assets is principally computed by using the declining-balance method for the period of estimated useful lives of respective asset, which are principally as stated below.

Fixtures	6 years
Equipment	6 years
Software	5~6 years

Income taxes

The Company is subject to Japanese national and local income taxes which is the aggregate resulted in a normal effective statutory tax rate of approximately 34.7 % for the year ended March 31, 2026.

The Company has not adopted a tax effect accounting.

The Company can carry the taxable loss for 9 or 10 years according to Japanese tax regulation.

Consumption tax

Japan Consumption Tax (Japan VAT, currently 10%) is booked as Consumption tax-received (liability) when goods are sold, and as Consumption tax-paid (asset) when goods and service was bought.

The balance after netting of those accounts at the end of fiscal year is recognized as Consumption tax payable or Consumption tax receivable in balance sheet.

3 CASH IN BANK

The company maintains the following two bank accounts of major Japanese bank.

There are no restricted balance.

Shoko Chukin Bank (Nagoya Branch), Ordinary Account	4,064,236
Sumitomo Mitsui Bank (Nagoya Branch), Ordinary Account	538,629
Aichi Bank (Nagoya Ekimae Branch), Ordinary Account	27,463
	<u>4,630,328</u>
	JPY 4,630,328

4 ACCOUNTS RECEIVABLE

Allowance for doubtful accounts is calculated by the uncollectible amounts individually estimated at the year end. There are no old and doubtful accounts except for Allowance for doubtful accounts.

NOTES TO FINANCIAL STATEMENTS

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA For the year ended March 31, 2026

5 STOCK

Stocks comprise the direct cost regarding to Sangyou IT sales.

6 INTER-COMPANY BALANCE

There are the following balances as of March 31, 2026 and 2025 of Inter-Company transaction.

	2026	2025
Account receivables for Misato	¥ -	49,500
Other receivables for MSSL Japan	-	1,368,849
Other receivables for MATE Robis South ICP	788,629	788,629
Accounts payable to MATE Robis South ICP	¥ 7,124,941	7,124,941
Other Current Financial Liability to MTSL SG	36,999,725	-
Other Current Financial Liability to MTSL UK	44,329,588	-
Other Current Financial Liability to MSSL Japan	13,216,530	-
Other Accounts payable to MSSL Japan	27,736,049	44,865,627
Other Accounts payable to MTSL SG	-	22,252,934
Other Accounts payable to MTSL UK	-	11,612,590
Accrued expenses to MTSL SG	-	7,132,946
Accrued expenses to MTSL UK	-	14,539,906
Short term debt to MTSL SG	280,730,101	275,815,051
Short term debt to MTSL UK	325,990,340	234,071,950
Short term debt to MSSL Japan	200,000,000	200,000,000

7 FIXED ASSETS AND DEPRECIATION

Details of fixed assets and depreciation for the year ended March 31, 2026 and 2025 are as follows.

	April 1, 2025	Increase	Decrease	March 31, 2026
Fixed assets:				
Fixture	¥ -	-	-	¥ -
Equipment	1,294,829	-	-	1,294,829
Software	6,584,300	-	-	6,584,300
	<u>7,879,129</u>	<u>-</u>	<u>-</u>	<u>7,879,129</u>
Less, accumulated depreciation and amortization				
Fixture	-	-	-	-
Equipment	872,886	215,808	-	1,088,694
Software	6,172,770	392,985	-	6,565,755
	<u>7,045,656</u>	<u>608,793</u>	<u>-</u>	<u>7,654,449</u>
Total	¥ <u>833,473</u>			¥ <u>224,680</u>

	April 1, 2024	Increase	Decrease	March 31, 2025
Fixed assets:				
Fixture	¥ 400,000	-	400,000	¥ -
Equipment	8,049,117	-	6,754,288	1,294,829
Software	6,584,300	-	-	6,584,300
	<u>15,033,417</u>	<u>-</u>	<u>7,154,288</u>	<u>7,879,129</u>
Less, accumulated depreciation and amortization				
Fixture	399,999	-	399,999	-
Equipment	6,613,330	465,567	6,206,011	872,886
Software	4,880,569	1,292,201	-	6,172,770
	<u>11,893,898</u>	<u>1,757,768</u>	<u>6,606,010</u>	<u>7,045,656</u>
Total	¥ <u>3,139,519</u>			¥ <u>833,473</u>

NOTES TO FINANCIAL STATEMENTS

MOTHERSON TECHNOLOGY SERVICES KABUSHIKI GAISHA

For the year ended March 31, 2026

8 SHORT-TERM and LONG-TERM DEBT

Details of short-term and long-term debt at March 31, 2026 and 2025 are as follows.

	Interest rate(%)		2026	2025
Short-term Loan (MSSL Japan)	1.21	¥	200,000,000	200,000,000
Long-term Loan (MIND Singapore)	2.3		199,603,551	199,603,551
Long-term Loan (MIND Singapore)	2.3		38,500,000	38,500,000
Long-term Loan (MIND Singapore)	3.709		42,626,550	37,711,500
Long-term Loan (MIND UK)	SOFR+3.83		325,990,340	234,071,950

9 INCOME TAXES PAYABLE

Income taxes payable at March 31, 2026 and 2025 comprise the followings.

		2026	2025
National tax	¥	-	-
Local taxes		182,500	182,500
Total		182,500	182,500

10 EMPLOYEES

Number of staffs	2026	2025
Representative director	1	1
Sangyo IT	-	5
SE	-	-
Administration and other	-	1
Total	1	7

11 COMMON STOCK

Summary of common stock of the Company at March 31, 2026 is as follows.

	Number of shares		Thousand of JPY
	authorized to issue	Issued	Amount of Capital
Common stock	600	560	¥ 28,000

12 COMMITMENT AND CONTINGENT LIABILITIES

There were no material commitments at March 31, 2026.