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**WINDSOR MACHINES LIMITED**

**Registered Office:** Floor No. 3 & 4, Corporate House No. 6, Block B, Magnet Corporate Park, Off. S G Highway, Thaltej, Ahmedabad, Gujarat, India, 380054

May 09, 2026

To,

**BSE Limited.**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**National Stock Exchange of India Limited.**

Exchange Plaza, Plot No. C/ 1, G Block,  
Bandra- Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Scrip Code:** 522029

**Trading Symbol:** WINDMACHIN

**Subject: Outcome of the Meeting of the Board of Directors held on May 09, 2026.**

**Reference: Regulation 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ["SEBI Listing Regulations, 2015"].**

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 30, 33 and other applicable provision, if any, of SEBI Listing Regulations, 2015, this is to inform you that the meeting of the Board of Directors of the Company held today i.e. Saturday, May 09, 2026 commenced at 04:20 p.m. and concluded at 06:55 p.m. *inter-alia* considered and approved the following:

1. The audited standalone and consolidated financial results for the quarter and year ended March 31, 2026, along with the audit reports thereon and a declaration regarding audit report with unmodified opinion, are enclosed as "**Annexure-I**".
2. On Recommendation of the Nomination Remuneration Committee, Appointment of Mr. Dharmendra Becharbhai Varasada (DIN: 09176580) as Additional Director of the Company designated as "Executive Director" with effect from May 09, 2026.

Accordingly, the information for such appointment as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as "**Annexure-II**".

3. The Resignation of Mr. Vinit Dharamshibhai Bediya (DIN: 07915192) from the position of the position of Non-Executive Director of Windsor Machines Limited ("the Company") and consequently as Member of Nomination and Remuneration Committee, and Corporate Social Responsibility and Chairman/Member of Stakeholder Relationship Committee of the Company due to pre-occupations in own business and other personal commitments with effect from the closing business hours on May 09, 2026.

Accordingly, His Resignation Letter and the information for such resignation as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as "**Annexure-III**".

4. On recommendation of the Audit Committee, Re-appointment of M/s. Moore Singhi Advisors LLP, Chartered Accountants, as Internal Auditor for the year ending March 31, 2027;

Accordingly, the information for such appointment as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as “**Annexure-IV**”.

5. On recommendation of the Audit Committee, Re-appointment of M/s. Ashish Bhavsar & Associates., Cost Accountants as Cost Auditors for the year ending March 31, 2027;

Accordingly, the information such re-appointment as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as “**Annexure-V**”.

6. The proposal for sale of vacated Industrial Plots along with the existing building structures standing thereon situated at plot no. E-6 and E-6(A) total admeasuring 21,912 sq. meters located at Wagale Thane Industrial Area within the village limits of Panchpakhadi, Taluka, District and Registration District Thane, Maharashtra, subject to necessary due diligence, approvals, consents, permissions from the concerned authorities, if any to one or more parties in part, piecemeal or in full.

As no business operations of the Company are carried out on the said land and building being sold, the said sale will not have any impact on the business operations of the Company.

The Company intends to complete the aforesaid transaction which shall be subject to signing of definitive agreements between the prospective buyer and necessary regulatory and statutory approvals, if any. The Company shall make the necessary intimation to stock exchanges as and when necessary.

The relevant details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as “**Annexure-VI**”.

Kindly take the above information on your records.

For **Windsor Machines Limited**

**Rohit Sojitra**

Company Secretary and Compliance Officer

Encl: a/a

**Independent Auditors' Report on the Standalone Audited Financial Results of Windsor Machines Limited for the quarter and year ended March 31, 2026, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

To  
**The Board of Directors of  
Windsor Machines Limited**

**Report on the Audit of the Standalone Financial Results**

**Opinion**

We have audited the accompanying statement of Standalone Financial Results of **Windsor Machines Limited** ("the Company") for the quarter and year ended March 31, 2026, (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Statement:

- is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- give a true and fair view in conformity with the recognition and measurement principles laid down in applicable Indian Accounting standards and other accounting principles generally accepted in India, of the net profit, total comprehensive income and other financial information of the Company for the quarter and the year ended March 31, 2026.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the "Auditors' Responsibilities for the Audit of the Standalone Financial Results" 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Statement for the quarter and year ended March 31, 2026 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Management's and Board of Directors' Responsibilities for the Standalone Financial Results**

This Statement, has been prepared on the basis of the standalone annual financial statements. The Company's Management and Board of Directors' are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and total comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the Regulation 33 of the Listing Regulations. 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



**Independent Auditor's Report on Audit of Standalone Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Management and the Board of Directors are 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 the Board of Directors 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 Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 this Statement.

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

- Identify and assess the risks of material misstatement of the Standalone Financial Results, 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the Statement made by the Management and Board of Directors in terms of the requirement specified under Regulation 33 of the Listing Regulations;
- Conclude on the appropriateness of the Management's and Board of Directors' 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 ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Statement 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern;



**Independent Auditor's Report on Audit of Standalone Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

- Evaluate the overall presentation, structure and content of this Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Statement of the Company to express an opinion on the Statement.

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.

**Emphasis of Matter**

1. As stated in Note 15 to the Statement, the Hon'ble National Company Law Tribunal, Ahmedabad Bench, on March 19, 2026, has approved the Scheme of Amalgamation of Global CNC Private Limited (Global), a wholly-owned subsidiary, with the Company, with effect from April 1, 2025. Accordingly, the corresponding financial information in the standalone financial results were restated to account for the scheme of amalgamation as per the requirement of applicable Accounting Standards. The Company had acquired control over the erstwhile Global CNC Private Limited w.e.f. February 14, 2025. The financial information for the year ended March 31, 2025 in so far it pertains to the erstwhile Global CNC Private Limited were audited by another auditor whose report dated May 23, 2025 had expressed an unmodified opinion and for the period April 1, 2024 to February 13, 2025 were reviewed by another auditor dated May 14, 2025. Accordingly, comparatives have been restated to give effect of the amalgamation for the period February 14, 2025 to March 31, 2025 and the period(s) beginning thereafter. Our opinion is not modified in respect of this matter.
2. As stated in Note 6 to the Statement, the Company has filed for the voluntary judicial liquidation for Wintal Machines SRL, Italy (Wintal) (100% subsidiary) and the administrator appointed by the Court of Brescia has taken control on all the activities of the Wintal w.e.f. December 30, 2024. The Company has already provided for total investment and receivables from Wintal in standalone financial statements in the past and it does not expect any proceeds from the above Judicial Liquidation.
3. As stated in Note 7 to the Statement, the Company has decided to shift both manufacturing plants i.e. Extrusion machinery plant from Vatva (Dist. Ahmedabad) and Injection machinery plant from Chhatral (Dist. Gandhinagar) to a new state-of-the-art integrated manufacturing facility at Chibhda Dist. Rajkot. The Injection machinery plant shifting to Chibhda, Rajkot has been completed at one time cost of Rs. 215 Lakhs which include logistics, human resources training and other associated cost, accounted in other expenses for the previous quarter ended September 30, 2025. The Extrusion machine plant shifting has been substantially completed during the current quarter at one time cost of Rs. 266.64 Lakhs which include logistics, human resources training and other associated cost accounted in other expenses. The Company has agreed and paid a total onetime payment to union workers at Extrusion and Injection of Rs. 225.07 Lakhs and Rs. 486.54 Lakhs respectively. The Company has also settled Thane workers



**Independent Auditor's Report on Audit of Standalone Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

claims for Rs. 450.00 Lakhs. Accordingly, Rs. 1,161.61 Lakhs has been accounted as an exceptional item in the quarter ended June 30, 2025.

Our opinion on the Statement is not modified in respect of the above matters

**Other Matters**

1. The standalone audited financial results of the Company for the quarter and year ended March 31, 2025, included in the Statement, were audited by the previous auditor and have expressed an unmodified opinion on such standalone audited financial results, vide their report dated May 26, 2025.
2. The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of full financial year ended March 31, 2026 and the published unaudited year to date figures up to the third quarter of the current financial year, which were subjected to limited review by us, as required under the Listing Regulations.

Our opinion on the Statement is not modified in respect of the above matters.

**For S K Patodia & Associates LLP**

Chartered Accountants

Firm's Registration No: 112723W/W100962



**Dhiraj Lalpuria**

Partner

Membership No.: 146268

UDIN: 26146268ETUEYS7499



Place: Mumbai

Date: May 9, 2026

**WINDSOR MACHINES LIMITED**

Regd. Office - FLR NO. 3 &amp; 4, BLOCK B, MAGNET CORPORATE PARK, OFF. S G HIGHWAY, Thaltej, Ahmedabad- 380054, Gujarat, India.

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**AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON MARCH 31, 2026**

Rs. in lakhs

	Particulars	Quarter ended			Year ended	
		March 31, 2026	December 31, 2025	March 31, 2025	March 31, 2026	March 31, 2025
		(Audited)	(Unaudited) Restated*	(Audited) Restated*	(Audited)	(Audited) Restated*
<b>1</b>	<b>Income</b>					
	a) Revenue from operations	18,066.77	13,583.11	12,082.11	56,651.86	36,557.76
	b) Other income	289.51	2.59	6.58	374.17	135.24
	<b>Total Income</b>	<b>18,356.28</b>	<b>13,585.70</b>	<b>12,088.69</b>	<b>57,026.03</b>	<b>36,693.00</b>
<b>2</b>	<b>Expenses</b>					
	a) Cost of raw materials consumed	13,523.19	10,677.00	7,905.83	39,844.03	23,492.09
	b) Changes in inventories of Finished Goods & Work in progress	(526.55)	(924.81)	207.52	343.17	142.24
	c) Employee benefits expense	2,007.16	1,947.92	1,251.00	7,297.35	4,902.57
	d) Finance Cost	224.51	72.38	172.98	509.79	514.78
	e) Depreciation & amortisation expense	516.61	615.96	509.37	2,082.52	1,767.17
	f) Other expenses	2,129.22	1,485.61	1,618.45	6,184.01	4,882.16
	<b>Total expenses</b>	<b>17,874.14</b>	<b>13,874.06</b>	<b>11,665.15</b>	<b>56,260.87</b>	<b>35,701.01</b>
<b>3</b>	<b>Profit/(Loss) before exceptional items and tax (1-2)</b>	<b>482.14</b>	<b>(288.36)</b>	<b>423.54</b>	<b>765.16</b>	<b>991.99</b>
4	Exceptional items (refer note 7, 8 & 14)	-	-	33.47	(895.93)	(736.34)
5	Profit/(Loss) before tax (3+4)	482.14	(288.36)	457.01	(130.77)	255.65
6	Tax expense					
	Current Tax	-	-	21.44	-	120.19
	Income tax exp for earlier years	41.25	41.25	1,433.35	206.89	2,981.68
	Deferred Tax	225.77	(55.47)	(597.50)	105.69	(788.18)
7	Net Profit/(Loss) after tax (5-6)	215.12	(274.14)	(400.28)	(443.35)	(2,058.04)
8	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss:					
	Remeasurement of the net defined benefit obligation gain/(loss)	(22.03)	(61.52)	(6.88)	(59.60)	(50.43)
9	Total Comprehensive Income/(loss) (net of tax) (7+8)	193.09	(335.66)	(407.16)	(502.95)	(2,108.47)
10	Paid-up Equity Share Capital (Face value of Rs.2/- each)	1,770.44	1,741.69	1,689.57	1,770.44	1,689.57
11	Other Equity				47,052.22	40,390.40
12	Earning Per Share (EPS) (In ₹) (not annualised)					
	- Basic	0.25	(0.32)	(0.51)	(0.52)	(3.01)
	-Diluted	0.21	(0.32)	(0.51)	(0.52)	(3.01)
	See accompanying notes to the financial results					

\* Refer Note 15

## NOTES :

1. The above financial results were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at its meeting held on May 09, 2026.



2. Segment Information (Standalone) for the Quarter and Year ended March 31, 2026 under SEBI (LODR) REGULATIONS, 2015.

Rs. in lakhs

**PRIMARY SEGMENT INFORMATION (BUSINESS SEGMENTS)**

Sr.No	Particulars	Quarter ended			Year ended	
		March 31, 2026	December 31, 2025	March 31, 2025	March 31, 2026	March 31, 2025
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
			Restated*	Restated*		Restated*
(i)	<b>Segment Revenue</b>					
	Extrusion Machinery Division	2,101.77	3,491.33	3,710.78	13,175.57	14,087.11
	Injection Moulding Machinery	11,564.80	5,680.01	4,564.86	25,284.42	18,764.71
	CNC & VMC Machinery ##	4,858.97	4,447.04	3,810.76	18,630.66	3,810.76
	<b>Total Segment Revenue</b>	<b>18,525.54</b>	<b>13,618.38</b>	<b>12,086.40</b>	<b>57,090.65</b>	<b>36,662.58</b>
(ii)	<b>Segment Results</b>					
	Extrusion Machinery Division	560.71	207.47	(218.64)	333.67	139.18
	Injection Moulding Machinery	1,442.71	(132.50)	311.76	1,493.28	1,114.55
	CNC & VMC Machinery ##	(411.85)	426.91	568.44	1,612.23	568.44
	<b>Total Segment Results</b>	<b>1,591.57</b>	<b>501.88</b>	<b>661.56</b>	<b>3,439.18</b>	<b>1,822.17</b>
	Unallocated Corporate income net of unallocated expenses	(884.92)	(717.86)	(65.04)	(2,164.23)	(315.40)
	<b>Profit / (Loss) before exceptional items , interest and taxation</b>	<b>706.65</b>	<b>(215.98)</b>	<b>596.52</b>	<b>1,274.95</b>	<b>1,506.77</b>
	Finance cost	224.51	72.38	172.98	509.79	514.78
	<b>Profit/(Loss) before exceptional items and tax</b>	<b>482.14</b>	<b>(288.36)</b>	<b>423.54</b>	<b>765.16</b>	<b>991.99</b>
	Exceptional items	-	-	33.47	(895.93)	(736.34)
	<b>Profit/(Loss) before tax</b>	<b>482.14</b>	<b>(288.36)</b>	<b>457.01</b>	<b>(130.77)</b>	<b>255.65</b>
	Tax Expenses					
	Current Tax	-	-	21.44	-	120.19
	Income tax exp for earlier years	41.25	41.25	1,433.35	206.89	2,981.68
	Deferred tax	225.77	(55.47)	(597.50)	105.69	(788.18)
	<b>Net Profit/ (Loss) after tax</b>	<b>215.12</b>	<b>(274.14)</b>	<b>(400.28)</b>	<b>(443.35)</b>	<b>(2,058.04)</b>
	Other Comprehensive Income	(22.03)	(61.52)	(6.88)	(59.60)	(50.43)
	<b>Net Comprehensive Income</b>	<b>193.09</b>	<b>(335.66)</b>	<b>(407.16)</b>	<b>(502.95)</b>	<b>(2,108.47)</b>
(iii)	<b>Segment Assets</b>					
	Extrusion Machinery Division	36,689.72	31,349.02	22,174.18	36,689.72	22,174.18
	Injection Moulding Machinery	22,868.20	17,739.26	12,658.61	22,868.20	12,658.61
	CNC & VMC Machinery ##	8,148.36	7,481.89	7,243.69	8,148.36	7,243.69
	<b>Total Segment Assets</b>	<b>67,706.28</b>	<b>56,570.17</b>	<b>42,076.48</b>	<b>67,706.28</b>	<b>42,076.48</b>
	Unallocated Corporate Assets	19,608.06	15,984.35	26,807.33	19,608.06	26,807.33
	<b>Total Assets</b>	<b>87,314.34</b>	<b>72,554.52</b>	<b>68,883.81</b>	<b>87,314.34</b>	<b>68,883.81</b>
(iv)	<b>Segment Liabilities</b>					
	Extrusion Machinery Division	10,401.47	7,333.99	8,649.62	10,401.47	8,649.62
	Injection Moulding Machinery	9,715.90	7,855.70	5,082.95	9,715.90	5,082.95
	CNC & VMC Machinery ##	3,241.95	2,501.08	2,789.68	3,241.95	2,789.68
	<b>Total Segment Liabilities</b>	<b>23,359.32</b>	<b>17,690.77</b>	<b>16,522.25</b>	<b>23,359.32</b>	<b>16,522.25</b>
	Unallocated Corporate Liabilities	15,132.36	13,073.41	10,281.59	15,132.36	10,281.59
	<b>Total Liabilities</b>	<b>38,491.68</b>	<b>30,764.18</b>	<b>26,803.84</b>	<b>38,491.68</b>	<b>26,803.84</b>

\* Refer Note 15

Note: ## => New segment wef 14.02.2025 on acquisition of Global CNC Pvt Ltd;

The segment assets and segment results include the assets and expenses respectively, which are identifiable with each segment and amounts allocated to the respective segments on a reasonable basis.

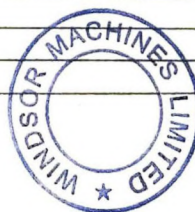
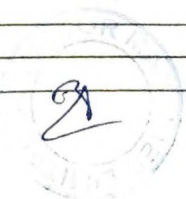


3. Statement of Standalone Assets and Liabilities as on March 31, 2026 is given below:

Rs. in lakhs

Particulars	As at	As at
	March 31,	March 31,
	2026	2025
	(Audited)	(Audited)
		Restated*
<b>Non-current assets</b>		
Property, Plant & Equipment (net)	20,176.08	30,748.64
ROU Asset	633.93	2,582.27
Capital Work in Progress	1,605.06	2,091.12
Intangible assets	460.56	509.11
Financial assets		
Investments	4,200.05	0.05
Other financial assets	32.10	0.40
Income tax assets (net)	472.20	466.92
Other assets	2,239.97	247.27
<b>Total Non-Current Assets</b>	<b>29,819.95</b>	<b>36,645.78</b>
<b>Current Assets</b>		
Inventories	21,219.66	14,422.37
Financial assets		
Trade receivables	3,429.61	2,458.35
Cash and cash equivalents	2,276.33	9,165.82
Bank balances other than Cash and cash equivalents	861.73	213.24
Loans	-	4,300.00
Other financial assets	292.00	309.89
Other assets	3,561.70	1,368.36
<b>Total Current Assets</b>	<b>31,641.03</b>	<b>32,238.03</b>
Assets held for sale (Refer note no. 13)	25,853.36	-
<b>Total Assets</b>	<b>87,314.34</b>	<b>68,883.81</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1,770.44	1,689.57
Other equity	47,052.22	40,390.40
<b>Total Equity</b>	<b>48,822.66</b>	<b>42,079.97</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial Liabilities		
Borrowings	5,487.46	651.36
Lease liabilities	404.46	2,280.82
Other non current financial liabilities	1,886.00	-
Deferred Tax Liabilities (Net)	5,711.65	5,605.96
<b>Total Non-Current Liabilities</b>	<b>13,489.57</b>	<b>8,538.14</b>
<b>Current Liabilities</b>		
Financial Liabilities		
Borrowings	2,467.32	353.15
Trade payables		
A) Total outstanding dues of micro enterprises and small enterprises	612.03	329.35
B) Total outstanding dues of creditors other than micro and small enterprises	13,035.88	7,989.02
Other financial liabilities	676.93	500.99
Lease liabilities	245.12	199.85
Other liabilities	4,841.39	4,442.09
Provisions	582.97	323.83
Current tax Liabilities	2,540.47	4,127.42
<b>Total Current Liabilities</b>	<b>25,002.11</b>	<b>18,265.70</b>
<b>Total Liabilities</b>	<b>38,491.68</b>	<b>26,803.84</b>
<b>Total Equity and Liabilities</b>	<b>87,314.34</b>	<b>68,883.81</b>

\* Refer Note 15



## 4. Standalone Cash Flow Statement

Rs. in lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
<b>A. Cash flow from operating activities</b>		
Profit before tax as per statement of profit and loss	(130.77)	255.65
<b>Adjustments for:</b>		
Depreciation and amortization expenses	2,082.52	1,767.17
Finance cost	509.79	514.78
Interest income	(115.95)	(23.26)
Net (profit)/loss on sale of fixed assets (net)	(104.13)	4.33
Provision for diminution in value of investment/ICD/Advances	-	1,510.18
Unrealised exchange difference	23.25	58.06
Sundry Balances written back (net)	-	(36.81)
Allowance for doubtful debts / debt written off	9.19	(3.43)
Remeasurement of the net defined benefit (liability) / asset	(59.60)	(51.79)
<b>Operating profit before working capital changes</b>	<b>2,214.30</b>	<b>3,994.88</b>
<b>Adjustments for:</b>		
(Increase)/Decrease in trade and other receivables	(1,003.70)	(50.33)
(Increase)/Decrease in Other receivables	(1,353.91)	(1,746.22)
(Increase)/Decrease in inventories	(6,797.29)	(5,854.53)
Increase/(Decrease) in Other payables	(2,796.47)	4,925.23
Increase/(Decrease) in trade and other payables	5,329.54	(2,571.36)
<b>Cash flows generated from operating activities</b>	<b>(4,407.54)</b>	<b>(1,302.33)</b>
Less: Direct taxes paid	1,501.71	697.00
<b>Net cash flows generated from operating activities (A)</b>	<b>(5,909.26)</b>	<b>(1,999.33)</b>
<b>B. Cash flow from investing activities</b>		
<b>Inflows</b>		
Sale proceeds of property, plant and equipment	812.26	1.74
Sale proceeds of Investments	-	33.53
Decrease in long term loans / ICD	4,300.00	1,580.65
Advance received for sale of plants	1,886.00	-
Interest received	115.95	23.26
	<b>7,114.21</b>	<b>1,639.18</b>
<b>Outflows</b>		
Purchase of property, plant and equipment	(15,588.50)	(36,862.67)
Purchase of non current investments	(1,700.00)	-
(Increase)/Decrease in Capital Creditors/Advances	(1,992.70)	3,369.72
	<b>(19,281.20)</b>	<b>(33,492.95)</b>
<b>Net cash (used in) investing activities (B)</b>	<b>(12,166.99)</b>	<b>(31,853.77)</b>
<b>C. Cash Flow From Financing Activities</b>		
<b>Inflows</b>		
Proceeds from short term borrowings	1,441.13	110.70
Proceeds from long term borrowings	5,750.00	-
Proceeds from preferential allotment	4,757.21	46,249.99
	<b>11,948.34</b>	<b>46,360.69</b>
<b>Outflows</b>		
Repayment of borrowings	(240.86)	(2,641.81)
Dividend paid	(10.93)	(326.64)
Interest paid	(509.79)	(514.78)
	<b>(761.58)</b>	<b>(3,483.23)</b>
<b>Net cash (used in) financing activities (C)</b>	<b>11,186.76</b>	<b>42,877.46</b>
<b>Net Increase/(Decrease) In Cash And Bank Balances (A + B + C)</b>	<b>(6,889.49)</b>	<b>9,024.36</b>
Add: Cash and cash equivalence at beginning of the period	9,165.82	141.46
<b>Cash and cash equivalence at end of the period</b>	<b>2,276.33</b>	<b>9,165.82</b>
<b>Cash and Cash equivalent above comprises of the following</b>		
<b>Cash and Cash Equivalents</b>	<b>2,276.33</b>	<b>9,165.82</b>
<b>Balances as per statement of Cash Flows</b>	<b>2,276.33</b>	<b>9,165.82</b>



- 5 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) (Amendment) Rules, 2016.
- 6 The Company has filed for the voluntary judicial liquidation for Wintal Machines SRL, Italy (Wintal) (100% subsidiary) and the administrator appointed by the Court of Brescia has taken control on all the activities of the Wintal w.e.f. December 30, 2024. The Company has already provided for total investment and receivables from Wintal in standalone financial statements in the past and it does not expect any proceeds from the above Judicial Liquidation.
- 7 The Company has decided to shift both manufacturing plants i.e. Extrusion machinery plant from Vatva (Dist. Ahmedabad) and Injection machinery plant from Chhatral (Dist. Gandhinagar) to a new state-of-the-art integrated manufacturing facility at Chibhda Dist. Rajkot. The Injection machinery plant shifting to Chibhda, Rajkot has been completed at one time cost of Rs. 215 Lakhs which include logistics, human resources training and other associated cost, accounted in other expenses for the previous quarter ended September 30, 2025. The Extrusion machine plant shifting has been substantially completed during the current quarter at one time cost of Rs. 266.64 Lakhs which include logistics, human resources training and other associated cost accounted in other expenses. The Company has agreed and paid a total onetime payment to union workers at Extrusion and Injection of Rs. 225.07 Lakhs and Rs. 486.54 Lakhs respectively. The Company has also settled Thane workers claims for Rs. 450.00 Lakhs. Accordingly, Rs. 1,161.61 Lakhs has been accounted as an exceptional item in the quarter ended June 30, 2025.
- 8 During the quarter ended September 30, 2025, Global CNC Pvt Ltd. has shifted to new premises in Chibhda & sold Metoda land and building at Rs. 520 Lakhs resulting in gain of Rs. 265.68 Lakhs which has been accounted as exceptional items for the quarter ended September 30, 2025 and for the year ended March 31, 2026.
- 9 The Company has completed acquisition of Unitech Workholding Systems Private Limited ("Unitech") on February 10, 2026 as per Share Purchase agreement entered on November 10, 2025 for a total purchase consideration of Rs. 4,200 Lakhs. Accordingly, Unitech has become subsidiary of the Company and the Company has taken control of the management of Unitech. The purchase consideration paid has been allocated in accordance with the Ind AS 103 "Business Combinations" on the basis of book value of the acquired assets and liabilities. Accordingly, the Company has recognized goodwill of Rs. 3,715.37 lakhs. The results of consolidated accounts are included in the results from February 10, 2026; hence previous period figures are not comparable with current period.
- 10 The Non cash consideration of Rs. 2,500 Lakhs to the shareholders of Unitech has been settled by way of Shares swap through issuance of fully paid up 7,37,680 equity shares of the Company on preferential basis at Rs. 338.90 per share during the current quarter.
- 11 The Company on January 09, 2025 had allotted 2,60,62,027 warrants at a price of INR 191.85 per warrant (including a premium of Rs. 189.85 per warrant) convertible in to equivalent number of Equity Shares of face value of Rs. 2/- each within a period of 18 months, on receipt of the 25% of the consideration amount per Warrant.  
During the quarter ended March 31, 2026, the Board of Directors by way of circular resolution passed on Friday, March 27, 2026, allotted of 7,00,000 equity shares on conversion of 7,00,000 warrants, to person belonging to the Promoter Group Category, on receipt of the balance 75% of the consideration amount.
- 12 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Company has assessed impact of these changes on the consolidated financials on the basis of the guidance provided by the Institute of Chartered Accountants of India. The incremental onetime impact of gratuity of Rs. 98.51 Lakhs arises due to change in wage definition which has been accounted in the employee benefit expenses for the previous quarter ended December 31, 2025.
- 13 Disclosure pursuant to Ind AS 105 "Non-current assets held for sale and discontinued operations":  
Details of assets and liabilities held for sale as at March 31, 2026: The Company has shifted operations of Vatva & Chhatral plants to Chibhda, Rajkot as per Note 7 above. The Company has entered MOU for Jalgaon & Vatva plant sales and Thane Plant is also available for sales. Following is the major class of assets of these four plants classified as held for sale as at March 31, 2026:  
Group(s) of assets classified as held for sale: As at 31-3-2026  
Property, plant and equipment Rs. 25,853.36 Lakhs
- 14 Last year, the Company has accounted for the following exceptional items of Rs. 736.34 Lakhs:
- |  |                         |
|--|-------------------------|
| (A) Impairment Provision for Investment in RCube Energy Pvt Ltd (Q2 FY 24-25)    | Rs. 919.00 Lakhs        |
| (B) Less: Reversal of provision on receipt of funds for ICD on OTS (Q2 FY 24-25) | Rs. 294.34 Lakhs        |
| (C) Add: Past services claim settled of service provider under OTS (Q2 FY 24-25) | Rs. 145.15 Lakhs        |
| (D) Less: Receipt of sales consideration for RCube Energy Pvt Ltd (Q4 FY 24-25)  | <u>Rs. 33.47 Lakhs</u>  |
| <b>Total Exceptional Items for the year ended Mar 31, 2025 (A-B+C-D)</b>         | <b>Rs. 736.34 Lakhs</b> |



2



15. The Company has got approval on March 19, 2026 from the Hon'ble National Company Law Tribunal, Ahmedabad Bench, under the provisions of Sections 230 to 232 of the Companies Act, 2013, for the Scheme of Amalgamation of Global CNC Private Limited ("Global"), a wholly-owned subsidiary, with the Company, with effect from the Appointed Date, i.e. April 1, 2025. The Scheme has become effective upon filing of certified copy with the Registrar of Companies, Ahmedabad on March 31, 2026. The Scheme has been given effect to in these financial statements by merging the carrying amount of assets and liabilities pertaining to the Global with the Company with effect from the Appointed Date. Further, the Company had acquired control over the erstwhile Global CNC Private Limited w.e.f. February 14, 2025. Consequent to the above, the comparative information in these results for the quarter ended December 31, 2025, quarter ended March 31, 2025 and year ended March 31, 2025 have been restated from the published financial results to give the impact of the Scheme for the period February 14, 2025 to March 31, 2025 and the period(s) beginning thereafter. Provision for tax for the accounting periods commencing from April, 2025 has been recomputed post giving effect to the Scheme.

The impact of the Merger on the balance sheet are as follows:

Particulars	Rs. In Lakhs	
	As at March 31, 2025	
	Reported	Restated
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, Plant & Equipment (net)	30,087.44	30,748.64
ROU Asset (Ind AS)	2,582.27	2,582.27
Capital Work in Progress	2,091.12	2,091.12
Intangible assets	509.11	509.11
Financial assets		
i) Investments	34,311.05	0.05
ii) Loans	1,008.07	-
iii) Other financial assets	0.40	0.40
Income tax assets (net)	423.03	466.92
Other assets	-	247.27
<b>Total Non-Current Assets</b>	<b>71,012.49</b>	<b>36,645.78</b>
<b>Current Assets</b>		
Inventories	10,475.14	14,422.37
Financial assets		
i) Trade receivables	1,224.20	2,458.35
ii) Cash and cash equivalents	7,905.07	9,165.82
iii) Bank balances other than ii) above	176.65	213.24
iv) Loans	4,300.00	4,300.00
v) Other financial assets	296.49	309.89
Other assets	1,569.14	1,368.36
<b>Total Current Assets</b>	<b>25,946.69</b>	<b>32,238.03</b>
<b>Total Assets</b>	<b>96,959.18</b>	<b>68,883.81</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1,689.57	1,689.57
Other equity	71,254.65	40,390.40
<b>Total Equity</b>	<b>72,944.22</b>	<b>42,079.97</b>



2



<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial Liabilities		
i) Borrowings	651.36	651.36
ii) Lease liabilities	2,280.82	2,280.82
Deferred Tax Liabilities (Net)	5,611.16	5,605.96
<b>Total Non-Current Liabilities</b>	<b>8,543.34</b>	<b>8,538.14</b>
<b>Current Liabilities</b>		
Financial Liabilities		
i) Borrowings	353.16	353.15
ii) Trade payables		
A) Total outstanding dues of micro enterprises and small enterprises; and	329.35	329.35
B) Total outstanding dues of creditors other than MSME	6,368.75	7,989.02
iii) Other financial liabilities	330.21	500.99
iv) Lease liabilities	199.85	199.85
Loans		
Other liabilities	3,501.21	4,442.09
Provisions	261.67	323.83
Current tax Liabilities	4,127.42	4,127.42
<b>Total Current Liabilities</b>	<b>15,471.62</b>	<b>18,265.69</b>
<b>Total Liabilities</b>	<b>24,014.96</b>	<b>26,803.83</b>
<b>Total Equity and Liabilities</b>	<b>96,959.18</b>	<b>68,883.81</b>

The Impact of Amalgamation on the results are as follows:

Rs. In Lakhs

Particulars	Quarter Ended		Quarter Ended		Year Ended	
	December 31, 2025		March 31, 2025		March 31, 2025	
	Reported	Restated	Reported	Restated	Reported	Restated
Total Income	9,183.95	13,585.70	8,290.95	12,088.69	32,895.27	36,693.00
Total expenses	9,866.06	13,874.06	8,435.86	11,665.15	32,471.71	35,701.01
Profit before tax & Exceptional item	(682.11)	(288.36)	(144.91)	423.54	423.56	991.99
Exceptional Item – Gain/(Loss)	-	-	33.47	33.47	(736.34)	(736.34)
Profit before tax	(682.11)	(288.36)	(111.44)	457.01	(312.78)	255.65
Total tax expenses	2.86	(14.22)	758.01	857.29	2,214.41	2,313.69
Profit for the period / year	(684.97)	(274.14)	(869.45)	(400.28)	(2,527.19)	(2,058.04)
Earnings per share (EPS) in ₹ (not annualized)						
(a) Basic	(0.79)	(0.32)	(1.10)	(0.51)	(3.69)	(3.01)
(b) Diluted	(0.79)	(0.32)	(1.10)	(0.51)	(3.69)	(3.01)

16. Previous period figures have been restated for prior period adjustments and regrouped/reclassified, wherever necessary, to make them comparable with current period figures.

Place: Rajkot  
Date: May 09, 2026



By Order of the Board  
For, Windsor Machines Limited

*Vinay Bansod*

Vinay Bansod  
Whole time Director & CEO  
(DIN: 09168450)



# S K PATODIA & ASSOCIATES LLP

## CHARTERED ACCOUNTANTS

**Independent Auditors' Report on the Consolidated Audited Financial Results of Windsor Machines Limited for the quarter and year ended March 31, 2026, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

To  
**The Board of Directors of  
Windsor Machines Limited**

### **Report on the Audit of the Consolidated Financial Results**

#### **Opinion**

We have audited the accompanying statement of Consolidated Financial Results of **Windsor Machines Limited** (the "Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as the "Group") for the quarter and year ended March 31, 2026 (the "Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Statement:

- a. include the annual financial results of the following entities;

<b>Sr. No</b>	<b>Name of the Entity</b>	<b>Relationship</b>
1	Unitech Workholding Systems Private Limited	Wholly Owned Subsidiary (w.e.f. February 10, 2026)

- b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. give a true and fair view in conformity with the recognition and measurement principles laid down in applicable Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India of the consolidated net profit, consolidated total comprehensive income, and other financial information of the Group for the quarter and for the year ended March 31, 2026.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the "Auditors' Responsibilities for the Audit of the Consolidated Financial Results" 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the Statement 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.



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Tel.: +91 22 6958 6482 | Email : info@skpatodia.in | Website : www.skpatodia.in

(LLP Identification No : ACE - 4113)

(S K Patodia & Associates (a partnership firm) converted into S K Patodia & Associates LLP with effect from December 15, 2023)

**Independent Auditor's Report on Audit of Consolidated Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Management's and Board of Directors' Responsibilities for the Consolidated Financial Results**

This Statement have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and total comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 33 of the Listing Regulations. The respective management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and joint ventures 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of these consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each Company to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

**Auditors' Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 the Statement.

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Results, 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(b) of the Act, we are also



**Independent Auditor's Report on Audit of Consolidated Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

responsible for expressing our opinion through a separate report on the complete set of financial statement on whether the Company, has adequate internal financial controls with reference to consolidated financial statements 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 and Board of Directors in terms of the requirement specified under Regulation 33 of the Listing Regulations;
- Conclude on the appropriateness of the management and Board of Director'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 auditors' report to the related disclosures in the Statement 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 auditors' 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 Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation;
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India (SEBI) under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

**Emphasis of Matter**

1. As stated in Note 17 to the Statement, the Hon'ble National Company Law Tribunal, Ahmedabad Bench, on March 19, 2026, has approved the Scheme of Amalgamation of Global CNC Private Limited (Global), a wholly-owned subsidiary, with the Company, with effect from 1st April 2025. Accordingly, the corresponding financial information in the standalone financial results were restated to account for the scheme of amalgamation as per the requirement of applicable Accounting Standards. The Company had acquired control over the erstwhile Global CNC Private Limited w.e.f. February 14, 2025. The financial information for the year ended March



**Independent Auditor's Report on Audit of Consolidated Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

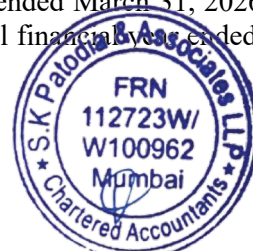
31, 2025 in so far it pertains to the erstwhile Global CNC Private Limited were audited by another auditor whose report dated May 23, 2025 had expressed an unmodified opinion and for the period April 1, 2024 to February 13, 2025 were reviewed by another auditor dated May 14, 2025. Accordingly, comparatives have been restated to give effect of the amalgamation for the period February 14, 2025 to March 31, 2025 and the period(s) beginning thereafter. Our opinion is not modified in respect of this matter.

2. As stated in Note 6 to the Statement, the Company has filed for the voluntary judicial liquidation for Wintal Machines SRL, Italy (Wintal) (100% subsidiary) and the administrator appointed by the Court of Brescia has taken control on all the activities of the Wintal w.e.f. December 30, 2024. The Company has already provided for total investment and receivables from Wintal in standalone financial statements in the past and it does not expect any proceeds from the above Judicial Liquidation.
3. As stated in Note 8 to the Statement, the Company has decided to shift both manufacturing plants i.e. Extrusion machinery plant from Vatva (Dist. Ahmedabad) and Injection machinery plant from Chhatral (Dist. Gandhinagar) to a new state-of-the-art integrated manufacturing facility at Chibhda Dist. Rajkot. The Injection machinery plant shifting to Chibhda, Rajkot has been completed at one time cost of Rs. 215 Lakhs which include logistics, human resources training and other associated cost, accounted in other expenses for the previous quarter ended September 30, 2025. The Extrusion machine plant shifting has been substantially completed during the current quarter at one time cost of Rs. 266.64 Lakhs which include logistics, human resources training and other associated cost accounted in other expenses. The Company has agreed and paid a total onetime payment to union workers at Extrusion and Injection of Rs. 225.07 Lakhs and Rs. 486.54 Lakhs respectively. The Company has also settled Thane workers claims for Rs. 450.00 Lakhs. Accordingly, Rs. 1,161.61 Lakhs has been accounted as an exceptional item in the quarter ended June 30, 2025.

Our opinion on the Statement is not modified in respect of the above matters

**Other Matters**

1. We did not audit the financial statement of one subsidiary for the quarter and year ended March 31, 2026, included in the Statement, whose financial statements / financial results reflect total assets of Rs. 1,594.45 Lakhs as at March 31, 2026, total revenues of Rs. 503.11 Lakhs, and net profit after tax of Rs. 507.60 Lakhs and total comprehensive income of Rs. 507.60 Lakhs and net cash outflows of Rs. 134.05 Lakhs for the period February 10, 2026 to March 31, 2026. These financial statement and other financial information have been audited by other auditor, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report(s) of such other auditor.
2. The standalone audited financial results of the Company for the quarter and year ended March 31, 2025, included in the Statement, were audited by the previous auditor and have expressed an unmodified opinion on such standalone audited financial results, vide their report dated May 26, 2025.
3. The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of full financial year ended March 31, 2026 and



**Independent Auditor's Report on Audit of Consolidated Financial Results of Windsor Machines Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

the published unaudited year to date figures up to the third quarter of the current financial year, which were subjected to limited review by us, as required under the Listing Regulations.

Our opinion on the Statement is not modified in respect of above matters.

**For S K Patodia & Associates LLP**

Chartered Accountants

Firm Registration No: 112723W/W100962



**Dhiraj Lalpuria**

Partner

Membership No.: 146268

UDIN: 26146268QWADWX7612



Place: Mumbai

Date: May 9, 2026

WINDSOR MACHINES LIMITED

Regd. Office - FLR NO 3 & 4, BLOCK B, MAGNET, CORPORATE PARK, OFF S G HIGHWAY, Thaltej Road, Ahmadabad City, Ahmadabad- 380054, Gujarat, India.  
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AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON MARCH 31, 2026

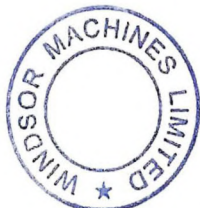
Rs. in lakhs

Sr. No.	Particulars	Quarter ended			Year ended	
		March 31, 2026	December 31, 2025	March 31, 2025	March 31, 2026	March 31, 2025
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
			Restated*	Restated*		Restated*
<b>1</b>	<b>Income</b>					
	a) Revenue from operations	18,464.49	13,583.11	12,082.10	57,049.57	36,872.11
	b) Other income	297.26	2.59	6.58	381.92	157.30
	<b>Total Income</b>	<b>18,761.75</b>	<b>13,585.70</b>	<b>12,088.68</b>	<b>57,431.49</b>	<b>37,029.41</b>
<b>2</b>	<b>Expenses</b>					
	a) Cost of raw materials consumed	13,606.69	10,677.00	7,905.82	39,928.55	23,641.12
	b) Changes in inventories of Finished goods and Work-in-progress	(504.88)	(924.81)	207.52	364.81	214.91
	c) Employee benefits expense	2,066.33	1,947.92	1,251.00	7,356.52	5,503.37
	d) Finance Cost	224.80	72.38	172.98	510.08	803.09
	e) Depreciation & amortisation expense	537.26	615.96	509.38	2,103.16	1,795.89
	f) Other expenses	2,200.93	1,485.61	1,618.45	6,255.72	5,116.65
	<b>Total expenses</b>	<b>18,131.13</b>	<b>13,874.06</b>	<b>11,665.15</b>	<b>56,518.84</b>	<b>37,075.03</b>
	Profit (+)/Loss (-) before exceptional items & share of loss from Investment accounted under Equity Method ( 1 - 2 )	630.62	(288.36)	423.53	912.65	(45.62)
	Share in Gain/(Loss) from Investment accounted under Equity Method	-	-	-	-	-
<b>3</b>	<b>Profit/(Loss) before exceptional items and tax (1-2)</b>	<b>630.62</b>	<b>(288.36)</b>	<b>423.53</b>	<b>912.65</b>	<b>(45.62)</b>
<b>4</b>	<b>Exceptional items (refer note 8,9,12 &amp; 15)</b>	<b>465.22</b>	<b>-</b>	<b>19.41</b>	<b>(430.72)</b>	<b>2,036.75</b>
<b>5</b>	<b>Profit/(Loss) before tax (3+4)</b>	<b>1,095.84</b>	<b>(288.36)</b>	<b>442.94</b>	<b>481.93</b>	<b>1,991.13</b>
<b>6</b>	<b>Tax expense</b>					
	Current Tax	112.42	-	21.43	112.42	120.18
	Income tax exp for earlier years	41.25	41.25	1,433.35	206.89	2,981.68
	Deferred Tax	218.47	(55.47)	(597.50)	98.39	(788.18)
<b>7</b>	<b>Net Profit/(Loss) after tax (5-6)</b>	<b>723.70</b>	<b>(274.14)</b>	<b>(414.34)</b>	<b>64.23</b>	<b>(322.55)</b>
<b>8</b>	<b>Other Comprehensive Income</b>					
	Items that will not be reclassified to profit or loss:					
	Remeasurement of the net defined benefit obligation gain / (loss)	(22.03)	(61.52)	(6.88)	(59.60)	(50.43)
	Items that may be reclassified to profit or loss:					
	Exchange differences on translation of foreign operations and loss	-	-	-	-	397.96
<b>9</b>	<b>Total Comprehensive Income/(loss) (net of tax) (7+8)</b>	<b>701.67</b>	<b>(335.66)</b>	<b>(421.22)</b>	<b>4.63</b>	<b>24.98</b>
<b>10</b>	<b>Net Profit attributable to :</b>					
	Owners of equity	723.70	(274.14)	(414.34)	64.23	741.91
	Non-controlling interest	-	-	-	-	(1,064.46)
	Other Comprehensive Income attributable to:					
	Owners of equity	(22.03)	(61.52)	(6.88)	(59.60)	347.53
	Total Comprehensive Income attributable to:					
	Owners of equity	701.67	(335.66)	(421.22)	4.63	1,089.44
	Non-controlling interest	-	-	-	-	(1,064.46)
<b>11</b>	<b>Paid-up Equity Share Capital</b> (Face value of Rs.2/- each)	<b>1,770.44</b>	<b>1,741.69</b>	<b>1,689.57</b>	<b>1,770.44</b>	<b>1,689.57</b>
<b>12</b>	<b>Other Equity</b>				<b>47,559.82</b>	<b>40,390.40</b>
<b>13</b>	<b>Earning Per Share (EPS) (In ₹) (not annualised)</b>					
	- Basic	0.83	(0.45)	(0.52)	0.08	(0.47)
	- Diluted	0.70	(0.45)	(0.52)	0.06	(0.47)
See accompanying notes to the financial results						

\* Refer Note 17

NOTES .

1 The above financial results were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at its meeting held on May 09, 2026.



2. Segment Information (Consolidated) for the Quarter and Year ended March 31, 2026 under SEBI (LODR) REGULATIONS, 2015.

PRIMARY SEGMENT INFORMATION (BUSINESS SEGMENTS)

Rs. in lakhs

Sr.No	Particulars	Quarter ended			Year ended	
		March 31, 2026	December 31, 2025	March 31, 2025	March 31, 2026	March 31, 2025
		(Audited)	(Unaudited) Restated*	(Audited) Restated*	(Audited)	(Audited) Restated*
(i)	<b>Segment Revenue</b>					
	Extrusion Machinery Division	2,101.77	3,491.33	3,710.78	13,175.57	14,087.11
	Injection Moulding Machinery	11,564.80	5,635.73	4,556.80	25,284.42	19,093.05
	CNC & VMC Machinery##	5,264.44	4,447.04	3,805.81	19,036.12	3,805.81
	Energy Storage Systems **	-	-	-	-	-
	<b>Total Segment Revenue</b>	<b>18,931.01</b>	<b>13,574.10</b>	<b>12,073.39</b>	<b>57,496.11</b>	<b>36,985.97</b>
(ii)	<b>Segment Results</b>					
	Extrusion Machinery Division	560.71	207.47	(218.64)	333.67	139.18
	Injection Moulding Machinery	1,442.71	(132.50)	280.70	1,493.28	2,259.03
	CNC & VMC Machinery##	95.76	426.91	573.54	2,119.84	573.54
	Energy Storage Systems **	-	-	25.93	-	(1,898.92)
	<b>Total Segment Results</b>	<b>2,099.18</b>	<b>501.88</b>	<b>661.53</b>	<b>3,946.79</b>	<b>1,072.83</b>
	Unallocated Corporate income net of unallocated expenses	(1,243.76)	(717.86)	(65.02)	(2,524.06)	(315.36)
	Profit / (Loss) before interest and taxation	855.42	(215.98)	596.51	1,422.73	757.47
	Finance cost	224.80	72.38	172.98	510.08	803.09
	Profit (+)/Loss (-) before exceptional items and share of loss from Investment accounted under Equity Method and taxation	630.62	(288.36)	423.53	912.65	(45.62)
	Share in Gain/(Loss) from Investment accounted under Equity Method	-	-	-	-	-
	Profit/(Loss) before exceptional items and tax	630.62	(288.36)	423.53	912.65	(45.62)
	Exceptional items	465.22	-	19.41	(430.72)	2,036.75
	Profit/(Loss) before tax	1,095.84	(288.36)	442.94	481.93	1,991.13
	Tax Expenses					
	Current Tax	112.42	-	21.43	112.42	120.18
	Income tax exp for earlier years	41.25	41.25	1,433.35	206.89	2,981.68
	Deferred tax	218.47	(55.47)	(597.50)	98.39	(788.18)
	Net Profit/ (Loss) after tax	723.70	(274.14)	(414.34)	64.23	(322.55)
	Other Comprehensive Income	(22.03)	(61.52)	(6.88)	(59.60)	347.53
	Net Comprehensive Income	701.67	(335.66)	(421.22)	4.63	24.98
(iii)	<b>Segment Assets</b>					
	Extrusion Machinery Division	36,689.72	31,349.02	22,174.18	36,689.72	22,174.18
	Injection Moulding Machinery	22,868.20	17,739.26	12,658.61	22,868.20	12,658.61
	CNC & VMC Machinery##	9,663.02	7,481.89	7,243.69	9,663.02	7,243.69
	Energy Storage Systems **	-	-	-	-	-
	<b>Total Segment Assets</b>	<b>69,220.94</b>	<b>56,570.17</b>	<b>42,076.48</b>	<b>69,220.94</b>	<b>42,076.48</b>
	Unallocated Corporate Assets	19,123.43	15,984.35	26,807.33	19,123.43	26,807.33
	<b>Total Assets</b>	<b>88,344.37</b>	<b>72,554.52</b>	<b>68,883.81</b>	<b>88,344.37</b>	<b>68,883.81</b>
(iv)	<b>Segment Liabilities</b>					
	Extrusion Machinery Division	10,401.47	7,333.99	8,649.62	10,401.47	8,649.62
	Injection Moulding Machinery	13,480.28	7,855.70	5,082.95	13,480.28	5,082.95
	CNC & VMC Machinery##	-	2,501.08	2,789.68	-	2,789.68
	Energy Storage Systems **	-	-	-	-	-
	<b>Total Segment Liabilities</b>	<b>23,881.75</b>	<b>17,690.77</b>	<b>16,522.25</b>	<b>23,881.75</b>	<b>16,522.25</b>
	Unallocated Corporate Liabilities	15,132.36	13,073.41	10,281.59	15,132.36	10,281.59
	<b>Total Liabilities</b>	<b>39,014.11</b>	<b>30,764.18</b>	<b>26,803.84</b>	<b>39,014.11</b>	<b>26,803.84</b>

\* Refer Note 17

Note : ## =) Includes segment data for Unitech Workholding Systems Pvt. Ltd. wef 10.02.2026; \*\* =) Discontinuance on Sale of subsidiary wef 07.02.2025 Rcube.

The segment assets and segment results include the assets and expenses respectively, which are identifiable with each segment and amounts allocated to the respective segments on a reasonable basis.



2



3. Statement of Consolidated Assets and Liabilities as on March 31, 2026 is given below:

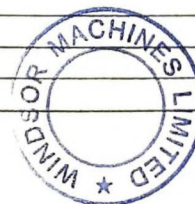
Rs. in lakhs

Particulars	As at	As at
	March 31,	March 31,
	2026	2025
	(Audited)	(Audited)
		Restated*
<b>Non-current assets</b>		
Property, Plant & Equipment (net)	20,715.40	30,748.64
ROU Asset	633.93	2,582.27
Capital Work in Progress	1,605.06	2,091.12
Goodwill	3,715.37	-
Other Intangible assets	460.56	509.11
Financial assets		
Investments	0.05	0.05
Other financial assets	32.10	0.40
Income tax assets (net)	502.37	466.92
Other assets	2,239.97	247.27
<b>Total Non-Current Assets</b>	<b>29,904.81</b>	<b>36,645.78</b>
<b>Current Assets</b>		
Inventories	21,515.31	14,422.37
Financial assets		
Trade receivables	3,816.08	2,458.35
Cash and cash equivalents	2,524.44	9,165.82
Bank balances other than Cash and cash equivalents	861.73	213.24
Loans	9.05	4,300.00
Other financial assets	292.07	309.89
Other assets	3,567.52	1,368.36
<b>Total Current Assets</b>	<b>32,586.20</b>	<b>32,238.03</b>
<b>Assets held for sale (Refer note no. 16)</b>	<b>25,853.36</b>	<b>-</b>
<b>Total Assets</b>	<b>88,344.37</b>	<b>68,883.81</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1,770.44	1,689.57
Other equity	47,559.82	40,390.40
<b>Total Equity</b>	<b>49,330.26</b>	<b>42,079.97</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial Liabilities		
Borrowings	5,512.99	651.36
Other financial liabilities	1,886.00	-
Lease liabilities	404.46	2,280.82
Deferred Tax Liabilities (Net)	5,698.14	5,605.96
<b>Total Non-Current Liabilities</b>	<b>13,501.59</b>	<b>8,538.14</b>
<b>Current Liabilities</b>		
Financial Liabilities		
Borrowings	2,467.32	353.15
Trade payables		
A) Total outstanding dues of micro and small enterprises; and	612.03	329.35
B) Total outstanding dues of creditors other than micro and small enterprises	13,322.29	7,989.02
Other financial liabilities	714.05	500.99
Lease liabilities	245.12	199.85
Other liabilities	4,888.91	4,442.09
Provisions	582.97	323.84
Current tax Liabilities	2,679.83	4,127.42
<b>Total Current Liabilities</b>	<b>25,512.52</b>	<b>18,265.70</b>
<b>Total Liabilities</b>	<b>39,014.11</b>	<b>26,803.84</b>
<b>Total Equity and Liabilities</b>	<b>88,344.37</b>	<b>68,883.81</b>

\* Refer Note 17



2



## 4. Consolidated Cash Flow Statement

Rs. in lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
<b>A. Cash flow from operating activities</b>		
Profit before tax as per statement of profit and loss	481.93	1,991.13
<b>Adjustments for:</b>		
Depreciation and amortization expenses	2,103.16	1,795.89
Finance cost	510.08	803.09
Interest income	(123.70)	(23.26)
Provision for diminution in value of investment/ICD/Advances	-	1,634.74
Net (profit)/loss on sale / write off of fixed assets (net)	(104.13)	(17.76)
Unrealised exchange difference	33.80	72.80
Sundry Balances written back (net)	-	(36.81)
Allowance for doubtful debts	9.19	(3.43)
Derecognition of Subsidiaries	0.02	(4,219.82)
Remeasurement of the net defined benefit liability / asset	(59.60)	(50.43)
Exchange differences on translation of foreign operations	-	397.96
Operating profit before working capital changes	2,850.75	2,344.10
<b>Adjustments for:</b>		
(Increase)/Decrease in trade and other receivables	(1,400.73)	350.23
(Increase)/Decrease in Other receivables	(1,365.27)	(2,294.75)
Decrease in Capital Advance	-	251.53
(Increase)/Decrease in inventories	(7,092.94)	(3,495.00)
Increase/(Decrease) in Other payables	(2,685.81)	2,993.80
Increase/(Decrease) in trade and other payables	6,100.58	(3,584.53)
<b>Cash flows generated from operating activities</b>	<b>(3,593.42)</b>	<b>(3,434.60)</b>
Less: Direct taxes paid	1,531.71	697.00
<b>Net cash flows generated from operating activities (A)</b>	<b>(5,125.14)</b>	<b>(4,131.60)</b>
<b>B. Cash flow from investing activities</b>		
<b>Inflows</b>		
Sale proceeds of property, plant and equipment	1,487.26	1.74
Decrease in long term loans / ICD	4,290.95	1,874.19
(Increase)/Decrease in Capital Creditors/Advances	1,886.00	3,365.47
Interest received	123.70	23.26
	7,787.91	5,264.66
<b>Outflows</b>		
Purchase of property, plant and equipment	(16,823.46)	(34,806.31)
Purchase of non current investments	(1,700.00)	-
(Increase)/Decrease in Capital Creditors/Advances	(1,992.70)	-
	(20,516.16)	(34,806.31)
<b>Net cash (used in) investing activities (B)</b>	<b>(12,728.25)</b>	<b>(29,541.65)</b>
<b>C. Cash Flow From Financing Activities</b>		
<b>Inflows</b>		
Proceeds from short term borrowings	2,114.16	110.70
Proceeds from long term borrowings	5,102.50	-
Proceeds from preferential allotment	4,757.21	46,249.99
	11,973.87	46,360.69
<b>Outflows</b>		
Repayment of borrowings	(240.86)	(2,660.32)
Dividend paid	(10.93)	(326.64)
Interest paid	(510.08)	(803.09)
	(761.87)	(3,790.05)
<b>Net cash (used in) financing activities (C)</b>	<b>11,212.00</b>	<b>42,570.64</b>
<b>Net Increase/(Decrease) In Cash And Bank Balances (A + B + C)</b>	<b>(6,641.38)</b>	<b>8,897.39</b>
Add: Cash and cash equivalents at beginning of the period	9,165.82	268.43
<b>Cash and cash equivalence at end of the period</b>	<b>2,524.44</b>	<b>9,165.82</b>
<b>Cash and Cash equivalent above comprises of the following:</b>		
Cash and Cash Equivalents	2,524.44	9,165.82
<b>Balances as per statement of Cash flows</b>	<b>2,524.44</b>	<b>9,165.82</b>



24

- 5 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) (Amendment) Rules, 2016.
- 6 As the Company has filed for the voluntary judicial liquidation for Wintal Machines SRL, Italy (Wintal) (100% subsidiary) and the administrator appointed by the Court of Brescia has taken control on all the activities of the Wintal w.e.f. December 30, 2024, financial results of Wintal has not been prepared/consolidated for the current year. Hence previous year figures are not comparable with current period. The Company has already provided for total investment and receivables from Wintal in standalone financial statements in the past and it does not expect any proceeds from the above Judicial Liquidation.
- 7 As sale of the entire 44.70% stake in RCube Energy Storage Systems Pvt Ltd. ("RCube") has been completed in the previous financial year, financial results of RCube has not been consolidated for the current year. Hence previous year figures are not comparable with current period.
- 8 The Company has decided to shift both manufacturing plants i.e. Extrusion machinery plant from Vatva (Dist. Ahmedabad) and Injection machinery plant from Chhatral (Dist. Gandhinagar) to a new state-of-the-art integrated manufacturing facility at Chibhda Dist. Rajkot. The Injection machinery plant shifting to Chibhda, Rajkot has been completed at one time cost of Rs. 215 Lakhs which include logistics, human resources training and other associated cost, accounted in other expenses for the previous quarter ended September 30, 2025. The Extrusion machine plant shifting has been substantially completed during the current quarter at one time cost of Rs. 266.64 Lakhs which include logistics, human resources training and other associated cost accounted in other expenses. The Company has agreed and paid a total onetime payment to union workers at Extrusion and Injection of Rs. 225.07 Lakhs and Rs. 486.54 Lakhs respectively. The Company has also settled Thane workers claims for Rs. 450.00 Lakhs. Accordingly, Rs. 1,161.61 Lakhs has been accounted as an exceptional item in the quarter ended June 30, 2025.
- 9 During the quarter ended September 30, 2025, Global CNC Pvt Ltd. has shifted to new premises in Chibhda & sold Metoda land and building at Rs. 520 Lakhs resulting in gain of Rs. 265.68 Lakhs which has been accounted as exceptional items for the quarter ended September 30, 2025 and for the year ended March 31, 2026.
- 10 The Company has completed acquisition of Unitech Workholding Systems Private Limited ("Unitech") on February 10, 2026 as per Share Purchase agreement entered on November 10, 2025 for a total purchase consideration of Rs. 4,200 Lakhs. Accordingly, Unitech has become subsidiary of the Company and the Company has taken control of the management of Unitech. The purchase consideration paid has been allocated in accordance with the Ind AS 103 "Business Combinations" on the basis of book value of the acquired assets and liabilities. Accordingly, the Company has recognized goodwill of Rs. 3,715.37 Lakhs. The results of consolidated accounts are included in the results from February 10, 2025, hence previous period figures are not comparable with current period.
- 11 The Non cash consideration of Rs. 2,500 Lakhs to the shareholders of Unitech has been settled by way of Shares swap through issuance of fully paid up 7,37,680 equity shares of the Company on preferential basis at Rs. 338.90 per share during the current quarter.
- 12 During the quarter ended March 31, 2026, Unitech has sold Balsar, Rajkot land and building at Rs. 675 Lakhs resulting in gain of Rs. 465 Lakhs which has been accounted as exceptional items for the quarter ended March 31, 2026.
- 13 The Company on January 09, 2025 had allotted 2,60,62,027 warrants at a price of INR 191.85 per warrant (including a premium of Rs. 189.85 per warrant) convertible in to equivalent number of Equity Shares of face value of Rs. 2/- each within a period of 18 months, on receipt of the 25% of the consideration amount per Warrant.  
During the quarter ended March 31, 2026, the Board of Directors by way of circular resolution passed on Friday, March 27, 2026, allotted of 7,00,000 equity shares on conversion of 7,00,000 warrants, to person belonging to the Promoter Group Category, on receipt of the balance 75% of the consideration amount.
- 14 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Company has assessed impact of these changes on the consolidated financials on the basis of the guidance provided by the Institute of Chartered Accountants of India. The incremental onetime impact of gratuity of Rs. 98.51 Lakhs arises due to change in wage definition which has been accounted in the employee benefit expenses for the previous quarter ended December 31, 2025.
- 15 Last year, the Company has accounted for the following exceptional items of Rs. 2036.75 Lakhs:
- |  |               |                           |
|--|---------------|---------------------------|
| (A) CWIP provision in subsidiary RCube Energy Pvt Ltd                          | (Q2 FY 24-25) | Rs. 1,922.56 Lakhs        |
| (B) Less: Reversal of provision on receipt of funds for ICD                    | (Q2 FY 24-25) | Rs. 294.34 Lakhs          |
| (C) Add: Past services claim settled of service provider under OTS             | (Q2 FY 24-25) | Rs. 145.15 Lakhs          |
| (D) Less: Gain on derecognition of Wintal assets and liabilities               | (Q3 FY24-25)  | Rs. 3,790.71 Lakhs        |
| (E) Less: Gain on derecognition of RCube assets and liabilities                | (Q4 FY 24-25) | Rs. 25.93 Lakhs           |
| (F) Add: Additional loss of Rcube vendor payment as per agreement              | (Q4 FY 24-25) | <u>Rs. 6.52 Lakhs</u>     |
| <b>Total Exceptional Items for the year ended March 31, 2025 (A-B+C-D+E-F)</b> |               | <b>Rs. 2,036.75 Lakhs</b> |
- 16 Disclosure pursuant to Ind AS 105 "Non-current assets held for sale and discontinued operations": Details of assets and liabilities held for sale as at March 31, 2026: The Company has shifted operations of Vatva & Chhatral plants to Chibhda, Rajkot as per Note 7 above. The Company has entered MOU for Jalgaon & Vatva plant sales and Thane Plant is also available for sales. Following is the major class of assets of these four plants classified as held for sale as at March 31, 2026:  
Group(s) of assets classified as held for sale As at 31-3-2026  
Property, plant and equipment Rs. 25,853.36 Lakhs



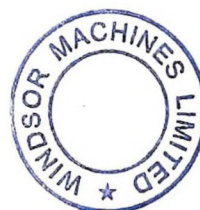
17. The Company has got approval on March 19, 2026 from the Hon'ble National Company Law Tribunal, Ahmedabad Bench, under the provisions of Sections 230 to 232 of the Companies Act, 2013, for the Scheme of Amalgamation of Global CNC Private Limited ("Global"), a wholly-owned subsidiary, with the Company, with effect from the Appointed Date, i.e. April 1, 2025. The Scheme has become effective upon filing of certified copy with the Registrar of Companies, Ahmedabad on March 31, 2026. The Scheme has been given effect to in these financial statements by merging the carrying amount of assets and liabilities pertaining to the Global with the Company with effect from the Appointed Date. Further, the Company had acquired control over the erstwhile Global CNC Private Limited w.e.f. February 14, 2025. Consequent to the above, the comparative information in these results for the quarter ended December 31, 2025, quarter ended March 31, 2025 and year ended March 31, 2025 have been restated from the published financial results to give the impact of the Scheme for the period February 14, 2025 to March 31, 2025 and the period(s) beginning thereafter. Provision for tax for the accounting periods commencing from April, 2025 has been recomputed post giving effect to the Scheme.

The impact of the Merger on the balance sheet are as follows:

Particulars	Rs. In Lakhs	
	As at March 31, 2025	
	Reported	Restated
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, Plant & Equipment (net)	30,748.65	30,748.64
ROU Asset (Ind AS)	2,582.27	2,582.27
Capital Work in Progress	2,091.12	2,091.12
Goodwill	31,334.77	-
Intangible assets	509.11	509.11
Financial assets		
i) Investments	0.05	0.05
ii) Loans	0.81	-
iii) Other financial assets	0.40	0.40
Income tax assets (net)	466.92	466.92
Other assets	-	247.27
<b>Total Non-Current Assets</b>	<b>67,734.10</b>	<b>36,645.78</b>
<b>Current Assets</b>		
Inventories	14,422.36	14,422.37
Financial assets		
i) Trade receivables	2,458.35	2,458.35
ii) Cash and cash equivalents	9,165.82	9,165.82
iii) Bank balances other than ii) above	213.24	213.24
iv) Loans	4,300.00	4,300.00
v) Other financial assets	309.89	309.89
Other assets	1,615.62	1,368.36
<b>Total Current Assets</b>	<b>32,485.28</b>	<b>32,238.03</b>
<b>Total Assets</b>	<b>1,00,219.38</b>	<b>68,883.81</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1,689.57	1,689.57
Other equity	71,725.16	40,390.40
<b>Total Equity</b>	<b>73,414.73</b>	<b>42,079.97</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial Liabilities		
i) Borrowings	651.36	651.36
ii) Lease liabilities	2,280.82	2,280.82
Deferred Tax Liabilities (Net)	5,605.95	5,605.96
<b>Total Non-Current Liabilities</b>	<b>8,538.13</b>	<b>8,538.14</b>



23



<b>Current Liabilities</b>		
Financial Liabilities		
i) Borrowings	353.15	353.15
ii) Trade payables		
A) Total outstanding dues of micro enterprises and small enterprises; and	329.35	329.35
B) Total outstanding dues of creditors other than micro enterprises and small enterprises	7,989.02	7,989.02
iii) Other financial liabilities	500.99	500.99
iv) Lease liabilities	199.85	199.85
Other liabilities	4,442.89	4,442.09
Provisions	323.85	323.84
Current tax Liabilities	4,127.42	4,127.42
<b>Total Current Liabilities</b>	<b>18,266.52</b>	<b>18,265.70</b>
<b>Total Liabilities</b>	<b>26,804.65</b>	<b>26,803.84</b>
<b>Total Equity and Liabilities</b>	<b>1,00,219.38</b>	<b>68,883.81</b>

The Impact of Amalgamation on the results are as follows:

Rs. In Lakhs

Particulars	Quarter Ended		Quarter Ended		Year Ended	
	December 31, 2025		March 31, 2025		March 31, 2025	
	Reported	Restated	Reported	Restated	Reported	Restated
Total Income	13,586.71	13,585.70	12,088.68	12,088.68	37,029.41	37,029.41
Total expenses	13,875.04	13,874.06	11,665.14	11,665.15	37,075.03	37,075.03
Profit before tax & Exceptional item	(288.33)	(288.36)	423.54	423.53	(45.62)	(45.62)
Exceptional Item – Gain/(Loss)	-	-	19.41	19.41	2,036.75	2,036.75
Profit before tax	(288.33)	(288.36)	442.95	442.94	1,991.13	1,991.13
Total tax expenses	101.05	(14.22)	857.28	857.28	2,313.68	2,313.68
Profit for the period / year	(389.38)	(274.14)	(414.33)	(414.34)	(322.55)	(322.55)
Earnings per share (EPS) in ₹ (not annualized)						
(a) Basic	(0.45)	(0.45)	(0.52)	(0.52)	(0.47)	(0.47)
(b) Diluted	(0.45)	(0.45)	(0.52)	(0.52)	(0.47)	(0.47)

18. Previous period figures have been restated for prior period adjustments and regrouped/reclassified, wherever necessary, to make them comparable with current period figures.

Place: Rajkot  
Date: May 09, 2026



By Order of the Board  
For, Windsor Machines Limited

*Vinay Bansod*  
Vinay Bansod  
Whole time Director & CEO  
(DIN: 09168450)



Email : contact@windsormachines.com  
Website : www.windsormachines.com  
CIN : L99999GJ1963PLC168458



WINDSOR MACHINES LIMITED

**Registered Office :**  
Floor 3 & 4, Corporate House No. 06, Block B,  
Magnet Corporate Park, OFF. S G Highway,  
Thaltej, Ahmedabad - 380054, Gujarat.  
Ph. : +91 79 6936 0300 / 01 / 02 / 03 / 04 / 05

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 001.

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/ 1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051


**Scrip Code: 522029**

**Trading Symbol: WINDMACHIN**

### Declaration

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, I, Anand Jain, Chief Financial Officer of the Company, hereby declare that M/s. S K Patodia & Associates LLP., Chartered Accountants, Statutory Auditors of the Company, have issued Audit Report with un-modified opinion on the Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2026.

**For Windsor Machines Limited**

  
**Anand Jain**  
Chief Financial Officer



## Annexure-II

The information as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as under:

Sr. No.	Particulars	Details
1	Name	Mr. Dharmendra Becharbhai Varasada (DIN: 09176580)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as an Additional Director designated as "Executive Director" subject to the approval of Shareholders of the Company.
3	Date of appointment/cessation	With effect from May 09, 2026
4	Brief profile (in case of appointment)	He has more than 2.5 decades technical experience in the field of manufacturing. He is the technical brain in the success of Global CNC Private Limited, erstwhile wholly owned subsidiary and amalgamated with the Windsor Machines Limited. He is responsible for the oversight of the Company's production, technology solutions, and service functions. He focuses on driving growth with extensive technical experience in production of Plastic Injection Moulding Machines, Pipe Extrusion Machines, Blown Film Machines, CNC Machines, VMC Machines, SPM Machines, and Fixtures.
5	Disclosure of relationships between directors (in case of appointment of a director)	None
6	Information required as under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by the BSE and NSE, respectively.	Mr. Dharmendra Becharbhai Varasada is not debarred from holding the office of a director by virtue of any order of SEBI or such other authority.

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CIN : L99999GJ1963PLC168458



**WINDSOR MACHINES LIMITED**

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### Annexure-III

The information as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as under:

Sr. No.	Particulars	Details
1	Name	Mr. Vinit Dharamshibhai Bediya (DIN: 07915192)
2	Reason for change viz. <del>appointment, resignation, removal, death or otherwise</del>	Resignation due to pre-occupations in own business and other personal commitments.
3	Date of <del>appointment/</del> cessation	With effect from May 09, 2026
4	Brief profile (in case of appointment)	Not Applicable
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

To,  
**The Board of Directors,**  
**Windsor Machines Limited,**  
Floor No. 3 & 4, Corporate House No. 6,  
Block B, Magnet Corporate Park, Off. S G Highway,  
Thaltej, Ahmedabad, Gujarat, India, 380054

**Subject: Resignation from the position of Non-Executive Director of Windsor Machines Limited**

Dear Board Members,

I hereby tender my resignation from the position of Non-Executive Director of Windsor Machines Limited ("the Company") and consequently as Member of Nomination and Remuneration Committee, and Corporate Social Responsibility and Chairman/Member of Stakeholder Relationship Committee of the Company due to pre-occupation in own business and other personal commitments.

I would like to request you to accept my resignation and relieve me with effect from the closing business hours on May 09, 2026. I hereby confirm that there is no other material reasons other than those mentioned above.

I hereby take this opportunity to thank my colleagues on the Board of Directors for the co-operation extended to me during my tenure as Non-Executive Director of the Company and wish the Company continued success in its future endeavors.

Kindly acknowledge receipt of this letter and arrange to file the necessary disclosures with the Stock Exchanges and Registrar of Companies in compliance with the applicable Laws.

Yours Faithfully,



**Signature:**

**Name: Vinit Dharamshibhai Bediya**  
**Designation: Non-executive Director**  
**DIN: 07915192**

Date: 09-05-2026

#### Annexure-IV

The information for the re-appointment of Internal Auditor as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as under:

Sr. No.	Particulars	Details
1	Name	M/s. Moore Singhi Advisors LLP
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment
3	Date of appointment/cessation	May 09, 2026
4	Brief profile (in case of appointment)	<p>M/s. Moore Singhi Advisors LLP is the Indian member of Moore Global Network Limited, which is one of the world's leading networks of independently owned and managed accounting and business advisory firms.</p> <p>It has been consistently providing high quality services in the fields of Assurance, Risk Consulting &amp; Internal Audit, Corporate Finance, Tax, Shared Services and Outsourcing, ESG, Digital Transformation and Management Consulting. It has also set up strong service verticals in the areas of Valuation, Insolvency and Bankruptcy Code, Forensic and Cross Border Advisory.</p>
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

**Annexure-V**

The information for the re-appointment of Cost Auditor as required under Regulation 30 of the SEBI Listing Regulations read with Schedule III and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as under:

Sr. No.	Particulars	Details
1	Name	M/s. Ashish Bhavsar & Associates, Cost Accountant, Mr. Ashish Bhavsar, Partner (FRN: 000387)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment
3	Date of appointment/ cessation	May 26, 2025
4	Brief profile (in case of appointment)	CMA Ashish Bhavsar, Partner of M/s. Ashish Bhavsar & Associates, Cost Accountants, has over 15 years of experience in the field of cost and management accounting.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

## Annexure VI

The relevant details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as under:

Sr. No.	Particulars	Details
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	As the proposed sale is of Industrial Plots no. E-6 and E-6(A) including building structure located at Wagale Thane Industrial Area within the village limits of Panchpakhadi, Taluka, District and Registration District Thane, Maharashtra,  Operational Revenue of the said Industrial Plots is nil rupees.
2	Date on which the agreement for sale has been entered into;	The Definitive documents shall be signed in due course of time
3	The expected date of completion of sale/disposal;	6 months
4	Consideration received from such sale/disposal;	Rs. 162.00 Crores to be received in multiple tranches over a period.
5	Name and Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	The buyers are yet to be finalized. However, none of the buyers will form part of Promoter/Promoter Group/Group Companies as defined under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The buyer will not be a Related Party in terms of Section 2(76) of the Companies Act, 2013, Regulation 2(zb) of Listing Regulations and the applicable Accounting Standards.  The transaction will be carried out on arms' length basis.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.  i. Object of sale of: ii. Commercial Rational for: iii. Use/investment of proceeds arising from:	Sale is not a part of Scheme of Arrangement. The Company has set up new plant at Rajkot & plan to consolidate existing operations of Vatva & Chhatral Unit at one place. So, the Company has decided, subject to share holders' approval as per regulation 37A, to monetize the Industrial Plots no. E-6 and E-6(A) at Wagale Thane Industrial Area, Thane. Sales consideration is as per prevailing market value in the area. Sale proceeds will be used for the ongoing set up of Rajkot Plant, working capital for



**WINDSOR**  
Partner in progress

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Contact Number: +91 79 69360300/01  
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	sale, lease or otherwise disposal of the whole or substantially the whole of the undertaking.	expansion & other general corporate purposes.
8	<p>Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.</p> <p>"Slump sale" shall mean the transfer of one or more undertakings, as a result of the sale for a lump sum consideration, without values being assigned to the individual assets and liabilities in such sales.</p> <p>a) name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;</p> <p>b) whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";</p> <p>c) area of business of the entity(ies);</p> <p>d) rationale for amalgamation/merger;</p> <p>e) in case of cash consideration - amount or otherwise share exchange ratio;</p> <p>f) brief details of change in shareholding pattern (if any) of listed entity.</p>	Proposed sale is not Slump Sale as it is sale of industrial plots, therefore it is not applicable.