



Suprajit USA, Inc.

Independent Auditor's Report and Consolidated Financial Statements

March 31, 2026 and 2025



Contents

Independent Auditor's Report..... 1

Consolidated Financial Statements

 Balance Sheets 3

 Statements of Operations and Comprehensive Loss 5

 Statements of Stockholder's Equity 6

 Statements of Cash Flows 7

 Notes to Financial Statements 8

Supplementary Information

 Consolidating Schedule – Balance Sheet Information..... 24

 Consolidating Schedule – Statement of Operations and Comprehensive Income (Loss)..... 26

 Consolidating Schedule – Statement of Stockholder's Equity (Deficit) 27

 Consolidating Schedule – Statement of Cash Flows 28

Independent Auditor's Report

Board of Directors
Suprajit USA, Inc.

Opinion

We have audited the consolidated financial statements of Suprajit USA, Inc. and its subsidiaries, which comprise the consolidated balance sheets as of March 31, 2026 and 2025, and the related consolidated statements of operations and comprehensive loss, stockholder's equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Suprajit USA, Inc. and its subsidiaries as of March 31, 2026 and 2025, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are required to be independent of Suprajit USA, Inc. and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Suprajit USA, Inc.'s ability to continue as a going concern within one year after the date that these consolidated financial statements are issued.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. 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. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Suprajit USA, Inc.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude, whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Suprajit USA, Inc.'s ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplementary Information

Our audits were performed for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplementary information listed in the table of contents is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Forvis Mazars, LLP

**Wichita, Kansas
May 21, 2026**

Suprajit USA, Inc.

Balance Sheets March 31, 2026 and 2025

	2026	2025
Assets		
Current asset		
Cash	\$ 7,993,587	\$ 7,458,560
Restricted cash	-	1,632,152
Accounts receivable, net of allowance; 2026 - \$1,213,502; 2025 - \$241,346	31,812,671	27,815,991
Inventories, net	37,290,026	25,776,680
Prepaid expenses and other	12,392,509	5,034,061
Total current assets	89,488,793	67,717,444
Property and Equipment, at Cost		
Land and land improvements	905,885	1,006,555
Buildings and leasehold improvements	4,354,820	3,878,515
Machinery and equipment	20,656,885	19,438,623
Office equipment	8,603,920	6,049,787
Transportation equipment	121,936	101,348
Software	546,202	416,285
Construction in progress	665,843	352,849
	35,855,491	31,243,962
Less accumulated depreciation and amortization	(16,723,872)	(13,055,711)
	19,131,619	18,188,251
Other Assets		
Cost method investment	1,172,519	-
Due from affiliates and other related parties	220,287	-
Right-of-use asset - operating leases	19,923,136	16,741,762
Deferred tax assets	2,138,255	1,425,741
Goodwill, net	738,651	2,432,372
Definite-lived intangible assets, net	15,772,438	16,132,737
Indefinite-lived intangible assets	1,420,000	1,420,000
Other assets	620,096	1,549,728
	42,005,382	39,702,340
Total assets	\$ 150,625,794	\$ 125,608,035

See Notes to Consolidated Financial Statements

Suprajit USA, Inc.**Balance Sheets March 31, 2026 and 2025**

	2026	2025
Liabilities and Stockholder's Equity		
Current Liabilities		
Current maturities of long-term debt	\$ 6,000,000	\$ 4,395,694
Line of credit	27,052,363	14,001,151
Accounts payable	20,433,497	16,886,217
Accrued interest	299,104	1,195,198
Accrued salaries, wages and commissions	6,313,112	6,075,618
Accrued vacation	812,989	499,971
Accrued warranty	847,808	213,792
Operating lease liabilities	2,995,416	2,849,441
Income taxes payable	1,756,224	444,190
Accrued other	4,261,322	3,817,958
Total current liabilities	70,771,835	50,379,230
Long-term Liabilities		
Note payable to parent	36,000,000	38,000,000
Long-term debt, less current maturities	5,895,694	13,500,000
Deferred income taxes	1,015,323	1,004,014
Other long-term liabilities	3,178,701	2,469,005
Operating lease liabilities, less current maturities	18,050,344	14,364,207
Total long-term liabilities	64,140,062	69,337,226
Stockholder's Equity		
Preferred stock, \$10.00 par value; authorized 1,000,000 shares, issued - none	-	-
Common stock, \$1.00 par value; 10,000 shares authorized, 1,000 shares issued and outstanding	1,000	1,000
Additional paid-in capital	64,999,000	44,999,000
Accumulated other comprehensive loss	(1,936,131)	(1,869,517)
Retained deficit	(47,349,972)	(37,238,904)
Total stockholder's equity	15,713,897	5,891,579
Total liabilities and stockholder's equity	\$ 150,625,794	\$ 125,608,035

See Notes to Consolidated Financial Statements

Suprajit USA, Inc.**Consolidated Statements of Operations and Comprehensive Loss Years Ended March 31, 2026 and 2025**

	2026	2025
Net Sales	\$ 180,405,685	\$ 143,274,685
Cost of Goods Sold	167,574,935	131,074,225
Gross Profit	12,830,750	12,200,460
Selling, general and administrative expenses	25,387,596	23,642,272
Business acquisition expenses	2,206	658,209
Operating Loss	(12,559,052)	(12,100,021)
Other Income (Expense)		
Interest expense	(9,438,214)	(5,220,257)
Interest income	4,710,826	112,819
Gain on bargain purchase	5,476,592	-
Other	3,841,314	851,552
	4,590,518	(4,255,886)
Loss Before Income Taxes	(7,968,534)	(16,355,907)
Income Tax Expense	(2,142,534)	(863,711)
Net Loss	(10,111,068)	(17,219,618)
Other Comprehensive Loss		
Change in foreign currency translation adjustments	(66,614)	(1,137,208)
Comprehensive Loss	\$ (10,177,682)	\$ (18,356,826)

See Notes to Consolidated Financial Statements

Suprajit USA, Inc.

Consolidated Statements of Stockholder's Equity Years Ended March 31, 2026 and 2025

	Common stock	Additional Paid-in Capital	Accumulated Other Comprehensive Loss	Retained Deficit	Total
Balance, April 1, 2024	\$ 1,000	\$ 29,999,000	\$ (732,309)	\$ (20,019,286)	\$ 9,248,405
Foreign currency translation adjustment	-	-	(1,137,208)	-	(1,137,208)
Parent debt forgiveness converted to equity	-	15,000,000	-	-	15,000,000
Net loss	-	-	-	(17,219,618)	(17,219,618)
Balance, March 31, 2025	1,000	44,999,000	(1,869,517)	(37,238,904)	5,891,579
Foreign currency translation adjustment	-	-	(66,614)	-	(66,614)
Parent debt forgiveness converted to equity	-	20,000,000	-	-	20,000,000
Net loss	-	-	-	(10,111,068)	(10,111,068)
Balance, March 31, 2026	\$ 1,000	\$ 64,999,000	\$ (1,936,131)	\$ (47,349,972)	\$ 15,713,897

See Notes to Consolidated Financial Statements

Suprajit USA, Inc.
Consolidated Statements of Cash Flows Years Ended March 31, 2026 and 2025

	2026	2025
Operating Activities		
Net loss	\$ (10,111,068)	\$ (17,219,618)
Items not requiring (providing) cash		
Depreciation and amortization	8,526,106	7,655,259
Loss on disposal of property and equipment	360,016	443,179
Deferred income taxes	(701,205)	148,673
Gain on bargain purchase	(5,476,592)	-
Changes in operating assets and liabilities exclusive of effects of business combination:		
Accounts receivable	8,610,895	(8,821,801)
Inventories	(7,669,823)	(41,726)
Other current asset and liabilities	(6,710,584)	3,951,883
Income taxes refundable/payable	3,753,203	255,664
Accounts payable	(6,444,507)	(5,339,008)
Operating lease liabilities	860,622	(197,783)
Accrued liabilities	(2,761,958)	970,102
Net cash used in operating activities	(17,764,895)	(18,195,176)
Investing Activities		
Business combination, net of cash acquired	(3,551,565)	(3,509,147)
Purchase of property and equipment	(3,899,329)	(2,181,940)
Cash paid for investment in Blubrake	(1,172,519)	-
Net cash used in investing activities	(8,623,413)	(5,691,087)
Financing Activities		
Borrowings under line-of-credit agreement	38,572,260	38,423,409
Payments under line-of-credit agreement	(25,521,048)	(39,501,758)
Principal payments on long-term debt	(6,000,000)	(7,604,306)
Borrowing from parent	18,000,000	38,000,000
Dividends paid to parent	306,585	-
Net cash provided by financing activities	25,357,797	29,317,345
Increase (decrease) in Cash	(1,030,511)	5,431,082
Effect of Exchange Rate Changes on Cash	(66,614)	(1,137,208)
Cash and restricted cash, Beginning of Year	9,090,712	4,796,838
Cash, End of Year	\$ 7,993,587	\$ 9,090,712
Supplemental Cash Flows Information		
Interest paid	\$ 9,485,062	\$ 5,150,291
Income taxes paid, net of refunds	1,915,572	732,021
Right-of-use assets obtained in exchange for new Operating lease liabilities		
Liabilities assumed in business combination	532,895	25,780,661
Parent debt forgiveness converted to equity	20,000,000	15,000,000
Cash	7,993,587	7,458,560
Restricted cash	-	1,632,152
Total cash and restricted cash	\$ 7,993,587	\$ 9,090,712

See Notes to Consolidated Financial Statements

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Nature of Operations**

Suprajit USA, Inc. (the “Company”), through its wholly-owned subsidiaries, earns revenues predominately from the manufacturing of high performance mechanical controls for the automotive, outdoor power equipment, recreational vehicle, agricultural and construction equipment markets. Products are sold primarily to manufacturers internationally.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, Wescon Controls LLC, Suprajit Brownsville, LLC, Suprajit Mexico S de RLde CV, Suprajit Hungary Kft., Shanghai Lone Star Cable Co. Ltd, Suprajit Germany GmbH, Suprajit Morocco SARL, SCS Polska Sp. z o.o., Suprajit (Jiaxing) Automotive Systems Co. Ltd and Suprajit Canada Limited (see Note 11 and Note 12). All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Foreign Currency Translation

The functional currency of the Company is the U.S. dollar. The local currencies of certain of the Company’s foreign operation are the Mexican Peso, the Hungarian Forint, the Chinese Yuan, the Euro, the Moroccan Dirham, the Polish zloty and the Canadian Dollar. Transactions denominated in currencies other than the functional currency are recorded based on the exchange rates at the time such transactions arise. Subsequent changes in the exchange rates result in transaction gains and losses that are reflected in the consolidated statement of operations and comprehensive loss.

Cash

As of March 31, 2026, the Company had cash balances of \$327,000 that were in excess of U.S. federally insured limits.

Accounts Receivable

Accounts receivable are stated at the amount of consideration from customers of which the Company has an unconditional right to receive. The Company provides an allowance for credit losses, which is based upon a review of outstanding receivables, historical collection information, and existing economic conditions adjusted for current conditions and reasonable and supportable forecasts.

Accounts receivable are ordinarily due 30 days after the issuance of the invoice and up to 120 days for certain customers. Accounts outstanding longer than the agreed payment terms are considered delinquent. Delinquent receivables are written off based on individual credit evaluation and specific circumstances of the customer.

During the years ended March 31, 2026 and 2025, credit loss expense related to doubtful accounts receivable, where collectability is not reasonably assured, was \$711,503 and \$351,865, respectively.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Inventories**

Inventories consist of raw materials, work in process and finished goods. Inventories are stated at the lower of standard cost or net realizable value using the FIFO (first-in, first-out) method.

Property and Equipment

Property and equipment acquisitions are stated at cost less accumulated depreciation and amortization. Depreciation and amortization is charged to expense on the straight-line basis over the estimated useful life of each asset. Leasehold improvements and right-of-use assets under operating leases are amortized over the shorter of the lease term or their respective estimated useful lives.

The estimated useful lives for each major depreciable classification of property and equipment are as follows:

Land improvements	20 years
Buildings and leasehold improvements	10-20 years
Machinery and equipment	2-10 years
Office equipment	3-10 years
Transportation equipment	3-5 years

Depreciation and amortization expense totaled \$4,372,068 and \$2,972,965 for the years ended March 31, 2026 and 2025, respectively.

Goodwill

The Company has elected the private company accounting alternative for the subsequent measurement of goodwill. Under this alternative, goodwill is amortized on a straight-line basis over 10 years. The Company evaluates the recoverability of the carrying value of goodwill at the entity level whenever events or circumstances indicate the carrying amount may not be recoverable.

In testing goodwill for impairment, the Company has the option first to perform a qualitative assessment to determine whether it is more likely than not that goodwill is impaired or the entity can bypass the qualitative assessment and proceed directly to the quantitative test by comparing the carrying amount, including goodwill, of the entity with its fair value. The goodwill impairment loss, if any, is measured as the amount by which the carrying amount of an entity, including goodwill, exceeds its fair value. Subsequent increases in goodwill value are not recognized in the financial statements.

Intangible Assets

Intangible assets with finite lives are being amortized on the straight-line basis over periods ranging from 10 to 13 years. Such assets are periodically evaluated as to the recoverability of their carrying values.

Indefinite-lived intangibles include trade names. Certain trade names are not subject to amortization, but are tested for impairment on an annual basis or whenever an impairment indicator is identified. The Company performs its annual impairment testing in the fourth quarter for all indefinite-lived intangibles.

Long-lived Asset Impairment

The Company evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

No asset impairment was recognized during 2026 or 2025.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Income Taxes**

The Company accounts for income taxes in accordance with income tax accounting guidance (Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 740, *Income Taxes*). The income tax accounting guidance results in two components of income tax expense: current and deferred. Current income tax expense reflects taxes to be paid or refunded for the current period by applying the provisions of the enacted tax law to the taxable income or excess of deductions over revenues. The Company determines deferred income taxes using the liability (or balance sheet) method. Under this method, the net deferred tax asset or liability is based on the tax effects of the differences between the book and tax bases of assets and liabilities, and enacted changes in tax rates and laws are recognized in the period in which they occur. Deferred income tax expense results from changes in deferred tax assets and liabilities between periods. Deferred tax assets are reduced by a valuation allowance if, based on the weight of evidence available, it is more likely than not that some portion or all of a deferred tax asset will not be realized.

Tax positions are recognized if it is more likely than not, based on the technical merits, that the tax position will be realized or sustained upon examination. The term more likely than not means a likelihood of more than 50 percent; the terms examined and upon examination also include resolution of the related appeals or litigation processes, if any. A tax position that meets the more-likely-than-not recognition threshold is initially and subsequently measured as the largest amount of tax benefit that has a greater than 50 percent likelihood of being realized upon settlement with a taxing authority that has full knowledge of all relevant information. The determination of whether or not a tax position has met the more-likely-than-not recognition threshold considers the facts, circumstances and information available at the reporting date and is subject to the management's judgment.

The Company recognizes interest and penalties on income taxes as a component of income tax expense. The Company files consolidated income tax returns with its subsidiary.

Revenue Recognition

Revenue is recognized when control of the promised goods or services is transferred to the Company's customers, in an amount that reflects the consideration that it expects to be entitled to in exchange for those goods or services. The amount and timing of revenue recognition varies based on the nature of the goods or services provided and the terms and conditions of the customer contract. See Note 7 for additional information about the Company's revenue.

Shipping and Handling Costs

Shipping and handling costs of \$13,088,957 and \$4,223,715 for 2026 and 2025, respectively, are included in cost of goods sold and operating expenses

Comprehensive Loss

Comprehensive income consists of net loss and other comprehensive loss, net of applicable income taxes. Other comprehensive loss includes foreign currency translations adjustments in 2026 and 2025.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Derivative financial instruments and hedge accounting**

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are included in Other expenses on the consolidated statement of operations and comprehensive income (loss). Total realized gain/(loss) on derivative contracts as of March 31, 2026 and 2025 was \$233,226 and (\$1,626,017), respectively. Unrealized gain (loss) on derivative contracts as of March 31, 2026 and 2025 was \$1,317,002 and \$(57,205), respectively.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 2. Inventories**

Inventory consisted of the following at March 31:

	2026	2025
Manufacturing inventories		
Raw materials	\$ 24,657,860	\$ 23,006,455
Work-in-process and finished goods	19,242,132	9,605,718
Reserve for obsolete inventory	(6,609,966)	(6,835,493)
	\$ 37,290,026	\$ 25,776,680

Note 3. Acquired Intangible Assets and Goodwill

The carrying basis and accumulated amortization of recognized intangible assets at March 31, 2026 and 2025,

		2026		2025	
	Weighted average amortization period	Gross carrying amount	Accumulated Amortization	Gross carrying amount	Accumulated Amortization
Goodwill	10 Years	\$ 16,937,212	\$ 16,198,561	\$ 16,937,212	\$ 14,504,840
Definite-lived intangible assets					
Tradenames	10 Years	1,957,500	564,093	1,957,500	376,062
Patents	10 Years	5,220,000	2,088,001	5,220,000	1,566,000
Customer relationships	13 Years	30,611,581	19,364,549	22,473,800	11,576,501
		\$ 54,726,293	\$ 38,215,204	\$ 46,588,512	\$ 28,023,403
Indefinite-lived intangible assets		\$ 1,420,000		\$ 1,420,000	

Amortization expense for the years ended March 31, 2026 and 2025, was \$4,154,020 and \$4,187,915, respectively. Estimated amortization expense for each of the following five years is:

2027	\$ 2,287,197
2028	1,548,546
2029	1,548,546
2030	1,548,546
2031	1,548,546

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 4. Line of Credit**

The Company has a \$30,500,000 revolving line of credit which is due on demand. At March 31, 2026 and 2025, there was \$27,052,363 and \$14,001,151 borrowed against this line, respectively. The line is collateralized by substantially all of the Company's assets and is guaranteed by the Parent, Suprajit Engineering Limited. Interest on the line varies with the SOFR rate plus 1.5%, which was 5.28% and 5.93% at March 31, 2026 and 2025, respectively.

In connection with the line of credit and term loan commitment (see Note 5), the Company's Parent, Suprajit Engineering Limited, is required, among other things, to maintain certain financial conditions, including maintaining a consolidated debt service coverage ratio, and a consolidated leverage ratio.

Note 5. Long-term Debt

	2026	2025
Note payable, Bank (A)	\$ 11,895,694	\$ 17,895,694
Note payable, Parent (B)	-	10,000,000
Note payable, Parent (C)	-	5,000,000
Note payable, Parent (D)	-	5,000,000
Note payable, Parent (E)	18,000,000	18,000,000
Note payable, Parent (F)	6,000,000	-
Note payable, Parent (G)	12,000,000	-
	47,895,694	55,895,694
Less current maturities	(6,000,000)	(4,395,694)
	\$ 41,895,694	\$ 51,500,000

(A) Originally for \$30,000,000 maturing in March 2028, requiring monthly interest payments at SOFR rate plus 1.50 percent (5.28 percent as of March 31, 2026). Quarterly principal payments of \$1,500,000 are due until maturity. The loan is secured by substantially all of the Company's assets. The loan is guaranteed by the Parent company, Suprajit Engineering Limited.

(B) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$10,000,000. Due June 10, 2034; principal payments beginning April 1, 2029, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4. The note was converted to equity in January 2026.

(C) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$5,000,000. Due June 27, 2034; principal payments beginning April 1, 2029, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4. The note was converted to equity in January 2026.

(D) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$5,000,000. Due November 15, 2034; principal payments beginning April 1, 2029, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4. The note was converted to equity in January 2026.

(E) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$18,000,000. Due December 10, 2034; principal payments beginning April 1, 2029, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025**

(F) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$6,000,000. Due December 10, 2035; principal payments beginning April 1, 2030, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4.

(G) Unsecured term loan with Parent, Suprajit Engineering Limited, with a total commitment of \$12,000,000. Due December 10, 2040; principal payments beginning April 1, 2035, payable \$250,000 per quarter. Interest payable quarterly at the rate of interest of the line of credit, see Note 4.

2027	\$ 6,000,000
2028	5,895,694
2029	-
2030	1,000,000
2031	2,000,000
Thereafter	33,000,000
	<u><u>\$ 47,895,694</u></u>

Note 6. Leases Accounting Policies

The Company determines if an arrangement is a lease or contains a lease at inception. Leases result in the recognition of right-of-use (ROU) assets and lease liabilities on the consolidated balance sheets. ROU assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make lease payments arising from the lease, measured on a discounted basis. The Company determines lease classification as operating or finance at the lease commencement date.

The Company combines lease and nonlease components, such as common area and other maintenance costs, in calculating the ROU assets and lease liabilities for its manufacturing and warehouse space.

At lease inception, the lease liability is measured at the present value of the lease payments over the lease term. The ROU asset equals the lease liability adjusted for any initial direct costs, prepaid or deferred rent, and lease incentives. As the leases did not provide an implicit rate, the Company used its incremental borrowing rate based on the information available at the commencement date to determine the present value of lease payments.

The lease term may include options to extend or to terminate the lease that the Company is reasonably certain to exercise. Lease expense is generally recognized on a straight-line basis over the lease term. The Company has elected not to record leases with an initial term of 12 months or less on the consolidated balance sheets. Lease expense on such leases is recognized on a straight-line basis over the lease term.

Nature of Leases

The Company has entered into the following lease arrangements:

Operating Leases

Wescon leases two facilities for manufacturing and warehouse space that expire on January 1, 2026. There are no remaining lease renewal options under the agreement.

Suprajit Brownsville, LLC leases three facilities for warehouse space that expire on various dates through March 2029. There are remaining lease renewal options that can be executed.

Suprajit Mexico S de RLde CV leases facilities for manufacturing and warehouse space that expire through March 2028. There are remaining lease renewal options that can be executed under the agreement.

Suprajit Hungary Kft. leases a facility for manufacturing and warehouse space that expires in December 2029. There are no remaining lease renewal options under the agreement. The entity also leases certain office and transportation equipment that expire on various dates through September 2028.

Shanghai Lone Star Cable Co. Ltd leases a facility for manufacturing and warehouse space that expires in June 2033. There are remaining lease renewal options that can be executed under the agreement.

Termination of the leases is generally prohibited unless there is a violation under the lease agreement.

Suprajit Morocco Sarl leases facilities for manufacturing space that expire through March 2036. There are remaining lease renewal options that can be executed under the agreement. The entity also leases certain Equipment and transportation equipment that expire on various dates through September 2028.

Suprajit Germany GmbH leases facilities for Equipment and transportation equipment that expire on various dates through September 2027.

Suprajit (Jiaxing) Automotive Systems Co. Ltd leases a facility for manufacturing space that expires in August 2030.

Suprajit Canada Limited leases facilities for warehouse space that expire through July 2030.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****All Leases**

The Company has no material related-party leases.

The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants

Quantitative Disclosures

The ROU assets obtained in exchange for operating lease liabilities are classified within buildings and leasehold improvements, machinery and equipment, office equipment or transportation equipment in the consolidated balance sheets.

	2026	2025
Operating lease cost	\$ 860,622	\$ 612,931
Other information:		
Cash paid for amounts included in the measurement of operating lease liabilities	1,611,936	1,698,295
Right-of-use assets obtained in exchange for new Operating lease liabilities	-	2,933,174
Weighted-average remaining lease term - operating leases	9.52 years	8.20 years
Weighted-average discount rate - operating leases	4.29%	4.97%

Future minimum lease payments and reconciliation to the consolidated balance sheet at March 31, 2026, are as follows:

	Operating Leases
2027	\$ 3,114,461
2028	3,084,099
2029	6,039,680
2030	2,126,237
2031	224,873
Thereafter	17,202,749
Total future undiscounted lease payments	31,792,100
Less interest	(10,746,340)
Lease liabilities	\$ 21,045,760

Note 7. Revenue from Contracts with Customers

Performance Obligations

Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring distinct goods or providing services to customers.

The Company's revenue consists substantially of mechanical controls sales and is reported net of sales discounts, rebates, incentives, returns and other allowances offered to customers. The Company recognizes revenue when performance obligations under the terms of contracts with its customers are satisfied, which occurs when control passes to a customer to enable them to direct the use of and obtain benefit from a product. This typically occurs when a customer obtains legal title, obtains the risks and rewards of ownership, has received the goods according to the contractual shipping terms either at the shipping point or destination and is obligated to pay for the product.

All of the Company's revenue is recognized at a point in time. Customary terms require payment within 30 days, and for certain customers, deposits may be required in advance of shipment.

Accounting Policies and Practical Expedients Elected

For shipping and handling activities, the Company is applying an accounting policy election, which allows an entity to account for shipping and handling activities as fulfillment activities rather than a promised good or service when the activities are performed, even if those activities are performed after the control of the good has been transferred to the customer. Therefore, the Company expenses shipping and handling costs at the time revenue is recognized. The Company classifies shipping and handling expenses in operating expenses in the consolidated statements of income and comprehensive loss.

The Company is also applying an accounting policy election, which allows an entity to exclude from revenue any amounts collected from customers on behalf of third parties, such as sales taxes and other similar taxes the Company collects concurrent with revenue-producing activities. Therefore, revenue is presented net of sales taxes and similar revenue-based taxes.

For incremental costs of obtaining a contract, the Company elected a practical expedient, which permits an entity to recognize incremental costs to obtain a contract as an expense when incurred if the amortization period is less than one year. This election had an immaterial effect on the Company's consolidated financial statements.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 8. Income Taxes**

The benefit for income taxes includes these components:

	2026	2025
Taxes currently payable	\$ 2,843,739	\$ 734,624
Deferred income taxes	(701,205)	129,087
Income tax expense	\$ 2,142,534	\$ 863,711

A reconciliation of income tax expense at the statutory rate to the Company's actual income tax expense is shown below:

	2026	2025
Computed at the statutory rate - 21% Increase (decrease) resulting from	\$ (1,673,392)	\$ (3,457,399)
Goodwill amortization and other nondeductible items	75,327	443,191
State income taxes	(324,776)	(523,908)
Foreign taxes	214,657	231,521
Change in valuation allowance	6,388,190	4,786,685
Return to provision	(267,154)	14,289
US foreign tax credit	(1,709,902)	(80,905)
Effect of statutory rate variances	(560,416)	(549,763)
Actual tax expense	\$ 2,142,534	\$ 863,711

The tax effects of temporary differences related to deferred taxes shown on the balance sheets were:

	2026	2025
Deferred tax assets		
Allowance for doubtful accounts	\$ 44,922	\$ 23,846
Inventory overhead costs capitalized for tax purposes	329,155	330,848
Obsolete inventory reserve	520,922	539,642
Accrued expenses	3,151,533	1,911,446
Unrealized gain/loss	(158,828)	(152,740)
163(j) interest limitation	3,357,010	2,609,780
Net operating loss carryforward	7,710,882	4,624,015
Foreign tax credit	2,973,685	1,263,783
Deferred tax liabilities		
Depreciation	(436,746)	(242,584)
Prepays	(64,026)	(139,026)
Leases	82,304	73,554
Goodwill and other intangibles	(2,010,984)	(2,432,130)
Net deferred tax asset (liability)	\$ 15,499,829	\$ 8,410,434

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025**

	2026	2025
Valuation allowance		
Beginning balance	\$ (7,988,707)	\$ (3,202,022)
Increase during the period	(6,388,190)	(4,786,685)
Ending balance	(14,376,897)	(7,988,707)
Net deferred tax asset	\$ 1,122,932	\$ 421,727
Net deferred tax asset	2,138,255	1,425,741
Net deferred tax liability	(1,015,323)	(1,004,014)
Net deferred tax asset	\$ 1,122,932	\$ 421,727

The FASB Staff Q&A, Topic 740, No. 5, Accounting for Global Intangible Low-Taxed Income, states that an entity can make an accounting policy election to either recognize deferred taxes for temporary basis differences expected to reverse as GILTI in future years to provide for the tax expense related to GILTI in the year the tax is incurred as a period expense only. The Company has elected to account for GILTI in the year the tax is incurred. The Company recorded GILTI tax expense of \$0 for both years ended March 31, 2026 and 2025. Tax expense related to GILTI is included as a component of income tax expense.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 9. Employee Benefit Plans**

The Company's wholly-owned subsidiary, Wescon, sponsors a defined contribution 401(k) plan that covers substantially all of its U.S. employees. The subsidiary contributes a specified percentage of each participant's annual compensation up to certain limits defined in the 401(k) plan. The subsidiary's charge to expense amounted to approximately \$453,093 and \$293,312 for the years ended March 31, 2026 and 2025, respectively.

The Company also maintains certain benefit plans for full-time employees in its Shanghai plant as required by the respective federal labor laws. Amounts contributed to these plans amounted to approximately \$791,374 and \$643,387 for the years ended March 31, 2026 and 2025, respectively.

The Company also maintains certain benefits for full-time employees in its Jiaxing plant as required by the respective labor laws. Amounts contributed to these plans amounted to approximately \$590,075 and \$0 for the years ended March 31, 2026 and 2025, respectively.

Note 10. Related-Party Transactions

Suprajit Engineering Limited (the "Parent Company"), has guaranteed the term loan and the line of credit with the bank (see Note 4 and Note 5). The Parent Company charges fees to the Company to guarantee the debt. The Parent Company also charges interest to the Company for the outstanding loan balance (see Note 4 and Note 5).

Suprajit Automotive Private Limited is a related party under common control that provides warehousing services to the Company and its subsidiaries.

Suprajit Europe Limited is a related party under common control that provides warehousing services to the Company and its subsidiaries.

	2026	2025
Amounts Receivable		
Suprajit Engineering Limited	\$ 91,844	\$ 539
Suprajit Automotive Private Limited	-	132,631
Suprajit Europe Limited	-	22,782
Total	\$ 91,844	\$ 155,952
Amounts Payable		
Suprajit Engineering Limited	\$ 1,121,819	\$ 38,641,627
Suprajit Automotive Private Limited	939	263,140
Suprajit Europe Limited	-	211,143
Total	\$ 1,122,758	\$ 39,115,910
Revenues		
Suprajit Engineering Limited	\$ 3,354	\$ -
Suprajit Automotive Private Limited	5,785	945,063
Suprajit Europe Limited	-	144,000
Total	\$ 9,139	\$ 1,089,063
Expenditures		
Suprajit Engineering Limited	\$ 1,885,605	\$ 3,275,215
Suprajit Automotive Private Limited	-	210,694
Suprajit Europe Limited	-	386,173
Total	\$ 1,885,605	\$ 3,872,082

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 11. Business Combination**

On July 1, 2024, the Company acquired the Light Duty Cables maker business unit of Stahlschmidt Cable Systems (SCS) which consists of Suprajit Germany GmbH, Suprajit Morocco SARL and SCS Polska Sp. z o.o. under a single Share and Asset Purchase Agreement (SAPA). The SCS business unit is engaged in the development, manufacture and sales of mechanical and electro-mechanical light-duty cables used in the automotive and off-highway applications.

This acquisition allows for the opportunity to increase manufacturing capacity and expand internationally.

The SCS business unit consists of Manufacturing plant located in Morocco along with a distribution center in Germany.

In 2025, the Company incurred \$658,209, respectively, of acquisition-related third-party costs. No goodwill was recorded as part of this transaction.

The following table summarizes the consideration paid and the amounts of the assets acquired and liabilities assumed recognized at the acquisition date.

Fair Value of Consideration Transferred	2025
Cash Paid	\$ 5,065,912
Total	5,065,912
Recognized Amounts of Identifiable Assets Acquired and Liabilities Assumed	
Property, plant and equipment	5,676,683
Customer relationship	5,823,993
Patents	994,453
Right to use of asset	9,625,058
Inventories	5,244,407
Trade receivables	793,954
Cash and cash equivalents	1,556,765
Other financial assets	20,696
Other current assets	1,110,564
Lease liabilities	(9,625,058)
Trade payables	(3,585,529)
Other financial liabilities	(5,082,758)
Other current liabilities	(7,487,316)
Total identifiable net assets	\$ 5,065,912
Goodwill/ (Bargain Purchase)	\$ -

The weighted-average amortization period of acquired patents and tradename is each 10 years of which 8 years is remaining.

The fair value of the assets acquired includes receivables with a fair value of \$793,954. The gross amount due under the contracts is \$793,954, of which \$0 is expected to be uncollectible.

Suprajit USA, Inc.**Notes to Consolidated Financial Statements March 31, 2026 and 2025****Note 12. Business Combination**

On May 30, 2025, the Company acquired the Light Duty Cables maker business unit of Stahlschmidt Cable Systems (SCS). The business was acquired through Suprajit (Jiaxing) Automotive Systems Co. Ltd and Suprajit Canada Limited under Asset Purchase Agreement (APA). The SCS business unit is engaged in the development, manufacture and sales of mechanical and electro-mechanical light-duty cables used in the automotive and off-highway applications.

This acquisition allows for the opportunity to increase manufacturing capacity and expand internationally.

The SCS business unit consists of Manufacturing plant located in China along with a distribution center in Canada.

In 2026, the Company incurred \$2,206, respectively, of acquisition-related third-party costs. No goodwill was recorded as part of this transaction.

The following table summarizes the consideration paid and the amounts of the assets acquired and liabilities assumed recognized at the acquisition date.

Fair Value of Consideration Transferred	2026
Cash Paid	\$ 3,551,565
Total	3,551,565

Recognized Amounts of Identifiable Assets Acquired and Liabilities Assumed

Property, plant and equipment	806,261
Customer relationship	2,100,000
Inventories	3,843,523
Trade receivables	2,711,980
Other current assets	99,288
Other current liabilities	(532,895)
Total identifiable net assets	\$ 9,028,157
Goodwill/ (Bargain Purchase)	\$ (5,476,592)

The weighted-average amortization period of acquired patents and tradename is each 10 years of which 9 years is remaining.

The fair value of the assets acquired includes receivables with a fair value of \$2,711,980. The gross amount due under the contracts is \$2,711,980, of which \$0 is expected to be uncollectible.

Suprajit USA, Inc.

Notes to Consolidated Financial Statements March 31, 2026 and 2025

Note 13. Reliance on Third-party Liquidity

The Company has received a commitment from its Parent to provide additional funds during the next year to meet liquidity needs not covered by operating cash flows.

Note 14. Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

General Litigation

The Company is subject to claims and lawsuits that arise primarily in the ordinary course of business. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the consolidated financial position, results of operations and cash flows of the Company.

Major Customers

One customer made up approximately 15% of the Company's total revenue during the year ended March 31, 2026. Two customer made up approximately 27% of the Company's total revenue during the year ended March 31, 2025. At March 31, 2026, credit extended to one customers was approximately 20% of accounts receivable. No customers represented more than 10% of accounts receivable as of March 31, 2025.

Note 15. Subsequent Events

Subsequent events have been evaluated through May 21, 2026, which is the date the consolidated financial statements were available to be issued.

Supplementary Information

Suprajit USA, Inc.
Consolidating Schedule – Balance Sheet Information
As of March 31, 2026

	Suprajit	Wescon	Suprajit	Suprajit Mexico	Suprajit	Shanghai Lone	Suprajit Germany	Suprajit Morocco	SCS Polska	Suprajit (Jiaxing)	Suprajit Canada		Eliminating	
	USA, Inc.	Controls, LLC	Brownsville, LLC	S de RL de CV	Hungary Kft.	Star Cable Co. Ltd.	GmbH	SARL	Sp. z o.o.	Automotive Systems Co. Ltd.	Limited	Total	Entries	Consolidated
Current Assets														
Cash	\$ 281,054	\$ -	\$ 490,540	\$ 44,416	\$ 668,065	\$ 1,418,580	\$ 1,569,974	\$ 2,093,539	\$ -	\$ 158,328	\$ 1,269,091	\$ 7,993,587	\$ -	\$ 7,993,587
Accounts receivable, net	-	7,560,317	15,325,970	6,820,151	5,386,778	5,129,827	4,665,210	92,256	-	3,113,588	5,506,305	53,600,402	(21,787,731)	31,812,671
Inventories, net	-	8,890,815	10,611,397	-	2,907,165	1,117,728	3,996,353	4,897,001	-	1,179,688	3,689,879	37,290,026	-	37,290,026
Prepaid expenses and other current assets	602,940	155,053	1,191,332	1,301,221	1,232,236	114,996	6,112,704	272,826	-	924,458	484,743	12,392,509	-	12,392,509
Total current assets	883,994	16,606,185	27,619,239	8,165,788	10,194,244	7,781,131	16,344,241	7,355,622	-	5,376,062	10,950,018	111,276,524	(21,787,731)	89,488,793
Property and Equipment, at Cost														
Land and land improvements	-	416,070	-	-	-	-	489,815	-	-	-	-	905,885	-	905,885
Buildings and leasehold improvements	-	2,959,588	-	349,417	401,138	-	122,454	402,340	-	-	119,883	4,354,820	-	4,354,820
Machinery and equipment	-	6,013,242	5,681,757	1,475,873	3,787,315	-	121,568	2,733,927	-	806,316	36,887	20,656,885	-	20,656,885
Office equipment	-	1,107,719	187,428	62,201	230,464	2,471,003	73,999	4,395,522	-	-	75,584	8,603,920	-	8,603,920
Transportation equipment	-	66,440	45,148	-	-	-	10,348	-	-	-	-	121,936	-	121,936
Software	-	-	-	-	29,211	-	118,790	379,439	-	-	18,762	546,202	-	546,202
Construction in progress	-	35,299	259,172	-	155,783	106,586	-	-	-	-	109,003	665,843	-	665,843
	-	10,598,358	6,173,505	1,887,491	4,603,911	2,577,589	936,974	7,911,228	-	806,316	360,119	35,855,491	-	35,855,491
Less accumulated depreciation														
	-	(8,430,788)	(2,225,425)	(847,415)	(1,402,178)	(1,314,871)	(125,709)	(2,162,345)	-	(168,441)	(46,700)	(16,723,872)	-	(16,723,872)
	-	2,167,570	3,948,080	1,040,076	3,201,733	1,262,718	811,265	5,748,883	-	637,875	313,419	19,131,619	-	19,131,619
Other Assets														
Investment in subsidiary	34,673,059	-	-	-	-	-	-	-	-	-	-	34,673,059	(34,673,059)	-
Cost method investment	1,172,519	-	-	-	-	-	-	-	-	-	-	1,172,519	-	1,172,519
Due from affiliates and other related parties	56,671,938	5,419,726	-	-	-	1,260,793	-	183,685	-	-	-	63,536,142	(63,315,855)	220,287
Right-of-use asset - operating leases	-	-	584,963	1,266,480	3,002,910	2,214,763	37,196	10,053,907	-	1,562,323	1,200,594	19,923,136	-	19,923,136
Deferred tax asset	-	-	-	2,138,255	-	-	-	-	-	-	-	2,138,255	-	2,138,255
Goodwill, net	-	738,651	-	-	-	-	-	-	-	-	-	738,651	-	738,651
Indefinite-lived intangible assets	-	1,420,000	-	-	-	-	-	-	-	-	-	1,420,000	-	1,420,000
Definite-lived intangible assets, net	-	4,411,438	3,131,999	-	-	1,393,407	4,932,642	-	-	-	1,902,952	15,772,438	-	15,772,438
Other assets	107,368	-	-	296,230	143,900	72,598	-	-	-	-	-	620,096	-	620,096
	92,624,884	11,989,815	3,716,962	3,700,965	3,146,810	4,941,561	4,969,838	10,237,592	-	1,562,323	3,103,546	139,994,296	(97,988,914)	42,005,382
Total assets	\$ 93,508,878	\$ 30,763,570	\$ 35,284,281	\$ 12,906,829	\$ 16,542,787	\$ 13,985,410	\$ 22,125,344	\$ 23,342,097	\$ -	\$ 7,576,260	\$ 14,366,983	\$ 270,402,439	\$ (119,776,645)	\$ 150,625,794

Suprajit USA, Inc.
Consolidating Schedule – Balance Sheet Information – Continued
As of March 31, 2026

	Suprajit	Wescon	Suprajit	Suprajit Mexico	Suprajit	Shanghai Lone	Suprajit Germany	Suprajit Morocco	SCS Polska	Suprajit (Jiaxing)	Suprajit Canada		Eliminating	
	USA, Inc.	Controls, LLC	Brownsville, LLC	S de RL de CV	Hungary Kft.	Star Cable Co. Ltd.	GmbH	SARL	Sp. z o.o.	Automotive Systems Co. Ltd.	Limited	Total	Entries	Consolidated
Current Liabilities														
Current maturities of long-term debt	\$ 6,000,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,000,000	\$ -	\$ 6,000,000
Line of credit	27,052,363	-	-	-	-	-	-	-	-	-	-	27,052,363	-	27,052,363
Accounts payable	440,653	3,743,081	6,305,165	694,307	3,256,579	3,621,347	2,462,643	1,225,690	-	1,100,027	4,338,349	27,187,841	(6,754,344)	20,433,497
Accrued interest	299,104	-	-	-	-	-	-	-	-	-	-	299,104	-	299,104
Accrued salaries, wages and commissions	-	1,603,473	-	1,840,923	692,791	522,725	516,265	470,484	-	548,986	117,465	6,313,112	-	6,313,112
Accrued vacation	-	362,979	212,354	116,577	-	-	40,417	-	-	-	80,662	812,989	-	812,989
Accrued warranty	-	-	295,719	-	-	88,835	-	-	-	463,254	-	847,808	-	847,808
Operating lease liabilities	-	-	299,630	696,828	390,960	277,249	33,727	682,516	-	349,545	264,961	2,995,416	-	2,995,416
Income tax payable	-	-	-	439,264	140,316	-	-	88,997	-	(65,953)	1,153,600	1,756,224	-	1,756,224
Other current liabilities	57,936	123,067	14,215	128,964	132,150	136,034	120,188	1,820,359	-	1,550,073	178,336	4,261,322	-	4,261,322
Total current liabilities	33,850,056	5,832,600	7,127,083	3,916,863	4,612,796	4,646,190	3,173,240	4,288,046	-	3,945,932	6,133,373	77,526,179	(6,754,344)	70,771,835
Long-term Liabilities														
Note payable to parent	36,000,000	-	-	-	-	-	-	-	-	-	-	36,000,000	-	36,000,000
Long-term debt, less current maturities	5,895,694	-	-	-	-	-	-	-	-	-	-	5,895,694	-	5,895,694
Intercompany loans payable	113,100	3,528,816	32,397,168	-	4,051,259	-	21,358,423	14,383,621	-	1,260,793	1,256,062	78,349,242	(78,349,242)	-
Deferred income taxes	-	-	-	-	-	(183,250)	825,985	-	-	(93,375)	465,963	1,015,323	-	1,015,323
Other long-term liabilities	-	135,943	-	2,923,668	-	-	-	119,090	-	-	-	3,178,701	-	3,178,701
Operating lease liabilities, less current maturities	-	-	349,540	699,268	2,664,264	2,176,816	4,657	9,788,055	-	1,334,875	1,032,869	18,050,344	-	18,050,344
Total long-term liabilities	42,008,794	3,664,759	32,746,708	3,622,936	6,715,523	1,993,566	22,189,065	24,290,766	-	2,502,293	2,754,894	142,489,304	(78,349,242)	64,140,062
Stockholder's Equity														
Common stock	1,000	-	5,621,950	2,522	8,973	-	26,763	10,934,329	770,144	-	-	17,365,681	(17,364,681)	1,000
Additional paid-in capital	64,999,000	24,725,761	21,610,235	(446,683)	3,156,526	650,413	6,736,460	(10,948,361)	(3,294,583)	1,500,000	1,040,000	109,728,768	(44,729,768)	64,999,000
Accumulated other comprehensive income (loss)	-	-	-	489,304	(942,541)	(1,186,270)	217,392	(310,827)	(182,684)	29,212	(49,717)	(1,936,131)	-	(1,936,131)
Retained earnings (deficit)	(47,349,972)	(3,459,550)	(31,821,695)	5,321,887	2,991,510	7,881,511	(10,217,576)	(4,911,856)	2,707,123	(401,177)	4,488,433	(74,771,362)	27,421,390	(47,349,972)
Total stockholder's equity	17,650,028	21,266,211	(4,589,510)	5,367,030	5,214,468	7,345,654	(3,236,961)	(5,236,715)	-	1,128,035	5,478,716	50,386,956	(34,673,059)	15,713,897
Total liabilities and stockholder's equity	\$ 93,508,878	\$ 30,763,570	\$ 35,284,281	\$ 12,906,829	\$ 16,542,787	\$ 13,985,410	\$ 22,125,344	\$ 23,342,097	\$ -	\$ 7,576,260	\$ 14,366,983	\$ 270,402,439	\$ (119,776,645)	\$ 150,625,794

Suprajit USA, Inc.
Consolidating Schedule – Statement of Operations and Comprehensive Income (Loss)
Year Ended March 31, 2026

	Suprajit USA, Inc.	Wescon Controls, LLC	Suprajit Brownsville, LLC	Suprajit Mexico S de RLde CV	Suprajit Hungary Kft.	Shanghai Lone Star Cable Co. Ltd.	Suprajit Germany GmbH	Suprajit Morocco SARL	SCS Polska Sp. z o.o.	Suprajit (Jiaxing) Automotive Systems Co. Ltd.	Suprajit Canada Limited	Total	Eliminating Entries	Consolidated
Net Sales	\$ -	\$ 41,774,966	\$ 60,630,481	\$ 25,748,204	\$ 26,470,542	\$ 12,757,368	\$ 32,549,539	\$ 26,578,923	\$ -	\$ 10,234,739	\$ 16,552,140	\$ 253,296,902	\$ (72,891,217)	\$ 180,405,685
Cost of Goods Sold	-	33,716,840	64,111,443	23,590,175	23,180,714	12,327,302	30,630,292	24,848,114	-	9,691,475	14,242,476	236,338,831	(68,763,896)	167,574,935
Gross Profit	-	8,058,126	(3,480,962)	2,158,029	3,289,828	430,066	1,919,247	1,730,809	-	543,264	2,309,664	16,958,071	(4,127,321)	12,830,750
Selling, general and administrative expenses	779,588	8,857,622	3,127,821	864,832	2,892,898	(565,251)	8,314,613	2,215,550	457,301	1,138,347	1,431,596	29,514,917	(4,127,321)	25,387,596
Business acquisition expenses	2,206	-	-	-	-	-	-	-	-	-	-	2,206	-	2,206
Operating Income (Loss)	(781,794)	(799,496)	(6,608,783)	1,293,197	396,930	995,317	(6,395,366)	(484,741)	(457,301)	(595,083)	878,068	(12,559,052)	-	(12,559,052)
Other Income (Expense)														
Interest expense	(4,726,230)	(126,571)	(613,157)	-	(228,302)	-	(907,967)	(418,192)	-	-	(86,064)	(7,106,483)	(2,331,731)	(9,438,214)
Interest income	2,345,804	-	-	28,445	-	-	2,886	882	-	1,078	-	2,379,095	2,331,731	4,710,826
Gain on bargain purchase	-	-	-	-	-	-	-	-	-	61,743	5,414,849	5,476,592	-	5,476,592
Other	2,637,273	-	-	1,955	(46,520)	466,032	250,834	(1,313,930)	1,963,350	(23,401)	(94,279)	3,841,314	-	3,841,314
	256,847	(126,571)	(613,157)	30,400	(274,822)	466,032	(654,247)	(1,731,240)	1,963,350	39,420	5,234,506	4,590,518	-	4,590,518
Income (Loss) Before Income Taxes	(524,947)	(926,067)	(7,221,940)	1,323,597	122,108	1,461,349	(7,049,613)	(2,215,981)	1,506,049	(555,663)	6,112,574	(7,968,534)	-	(7,968,534)
Income Tax Benefit (Expense)	(6,581)	-	-	(397,079)	(304,667)	(101,271)	135,490	-	-	154,858	(1,623,284)	(2,142,534)	-	(2,142,534)
Net Loss From Subsidiary	<u>(9,579,540)</u>	-	-	-	-	-	-	-	-	-	-	<u>(9,579,540)</u>	<u>9,579,540</u>	-
Net Income (Loss)	(10,111,068)	(926,067)	(7,221,940)	926,518	(182,559)	1,360,078	(6,914,123)	(2,215,981)	1,506,049	(400,805)	4,489,290	(19,690,608)	9,579,540	(10,111,068)
Other Comprehensive Income (Loss)														
Change in foreign currency translation adjustments	-	-	-	446,308	3,377	(429,492)	306,706	(267,672)	(122,577)	46,453	(49,717)	(66,614)	-	(66,614)
Comprehensive Income (Loss)	\$ (10,111,068)	\$ (926,067)	\$ (7,221,940)	\$ 1,372,826	\$ (179,182)	\$ 930,586	\$ (6,607,417)	\$ (2,483,653)	\$ 1,383,472	\$ (354,352)	\$ 4,439,573	\$ (19,757,222)	\$ 9,579,540	\$ (10,177,682)

Suprajit USA, Inc.
Consolidating Schedule – Statement of Stockholders' Equity (Deficit)

	Suprajit USA, Inc.	Wescon Controls, LLC	Suprajit Brownsville, LLC	Suprajit Mexico S de RL de CV	Suprajit Hungary Kft.	Shanghai Lone Star Cable Co. Ltd.	Suprajit Germany GmbH	Suprajit Morocco SARL	SCS Polska Sp. z o.o.	Suprajit (Jiaxing) Automotive Systems Co. Ltd.	Suprajit Canada Limited	Total	Eliminating Entries	Consolidated
Common Stock														
Balance, April 1, 2024	\$ 1,000	\$ -	\$ 5,621,950	\$ 2,522	\$ 8,973	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,634,445	\$ (5,633,445)	\$ 1,000
Acquisition of shares from SCS entities (tranche 1)	-	-	-	-	-	-	26,763	10,934,329	770,144	-	-	11,731,236	(11,731,236)	-
Balance, March 31, 2025	1,000	-	5,621,950	2,522	8,973	-	26,763	10,934,329	770,144	-	-	17,365,681	(17,364,681)	1,000
Balance, March 31, 2026	<u>\$ 1,000</u>	<u>\$ -</u>	<u>\$ 5,621,950</u>	<u>\$ 2,522</u>	<u>\$ 8,973</u>	<u>\$ -</u>	<u>\$ 26,763</u>	<u>\$ 10,934,329</u>	<u>\$ 770,144</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 17,365,681</u>	<u>\$ (17,364,681)</u>	<u>\$ 1,000</u>
Additional Paid in Capital														
Balance, April 1, 2024	\$ 29,999,000	\$ 27,670,761	\$ 21,610,235	\$ (446,683)	\$ 3,156,526	\$ 650,413	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 82,640,252	\$ (52,641,252)	\$ 29,999,000
Capital (paid) received from subsidiary	-	-	-	-	-	-	6,736,460	(10,948,361)	(3,294,583)	1,500,000	-	(6,006,484)	6,006,484	-
Parent debt forgiveness converted to equity	15,000,000	-	-	-	-	-	-	-	-	-	-	15,000,000	-	15,000,000
Dividends received (paid)	-	(4,295,000)	-	-	-	-	-	-	-	-	-	(4,295,000)	4,295,000	-
Balance, March 31, 2025	44,999,000	23,375,761	21,610,235	(446,683)	3,156,526	650,413	6,736,460	(10,948,361)	(3,294,583)	1,500,000	-	87,338,768	(42,339,768)	44,999,000
Capital (paid) received from subsidiary	-	1,350,000	-	-	-	-	-	-	-	-	1,040,000	2,390,000	(2,390,000)	-
Parent debt forgiveness converted to equity	20,000,000	-	-	-	-	-	-	-	-	-	-	20,000,000	-	20,000,000
Balance, March 31, 2026	<u>\$ 64,999,000</u>	<u>\$ 24,725,761</u>	<u>\$ 21,610,235</u>	<u>\$ (446,683)</u>	<u>\$ 3,156,526</u>	<u>\$ 650,413</u>	<u>\$ 6,736,460</u>	<u>\$ (10,948,361)</u>	<u>\$ (3,294,583)</u>	<u>\$ 1,500,000</u>	<u>\$ 1,040,000</u>	<u>\$ 109,728,768</u>	<u>\$ (44,729,768)</u>	<u>\$ 64,999,000</u>
Accumulated Other Comprehensive Income														
Balance, April 1, 2024	\$ -	\$ -	\$ -	\$ 846,075	\$ (843,279)	\$ (735,105)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (732,309)	\$ -	\$ (732,309)
Foreign currency translation adjustment	-	-	-	(803,079)	(102,639)	(21,673)	(89,314)	(43,155)	(60,107)	(17,241)	-	(1,137,208)	-	(1,137,208)
Balance, March 31, 2025	-	-	-	42,996	(945,918)	(756,778)	(89,314)	(43,155)	(60,107)	(17,241)	-	(1,869,517)	-	(1,869,517)
Foreign currency translation adjustment	-	-	-	446,308	3,377	(429,492)	306,706	(267,672)	(122,577)	46,453	(49,717)	(66,614)	-	(66,614)
Balance, March 31, 2026	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 489,304</u>	<u>\$ (942,541)</u>	<u>\$ (1,186,270)</u>	<u>\$ 217,392</u>	<u>\$ (310,827)</u>	<u>\$ (182,684)</u>	<u>\$ 29,212</u>	<u>\$ (49,717)</u>	<u>\$ (1,936,131)</u>	<u>\$ -</u>	<u>\$ (1,936,131)</u>
Retained Earnings (Deficit)														
Balance, April 1, 2024	\$ (20,019,286)	\$ (3,893,436)	\$ (17,310,870)	\$ 3,687,917	\$ 3,636,362	\$ 7,098,287	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (26,801,026)	\$ 6,781,740	\$ (20,019,286)
Net income (loss)	(17,219,618)	1,359,953	(7,288,885)	707,452	(462,293)	466,561	(3,303,453)	(2,695,875)	1,201,074	(372)	(857)	(27,236,313)	10,016,695	(17,219,618)
Balance, March 31, 2025	(37,238,904)	(2,533,483)	(24,599,755)	4,395,369	3,174,069	7,564,848	(3,303,453)	(2,695,875)	1,201,074	(372)	(857)	(54,037,339)	16,798,435	(37,238,904)
Net income (loss)	(10,111,068)	(926,067)	(7,221,940)	926,518	(182,559)	1,360,078	(6,914,123)	(2,215,981)	1,506,049	(400,805)	4,489,290	(19,690,608)	9,579,540	(10,111,068)
Distributions made to parent company	-	-	-	-	-	(1,043,415)	-	-	-	-	-	(1,043,415)	1,043,415	-
Balance, March 31, 2026	<u>\$ (47,349,972)</u>	<u>\$ (3,459,550)</u>	<u>\$ (31,821,695)</u>	<u>\$ 5,321,887</u>	<u>\$ 2,991,510</u>	<u>\$ 7,881,511</u>	<u>\$ (10,217,576)</u>	<u>\$ (4,911,856)</u>	<u>\$ 2,707,123</u>	<u>\$ (401,177)</u>	<u>\$ 4,488,433</u>	<u>\$ (74,771,362)</u>	<u>\$ 27,421,390</u>	<u>\$ (47,349,972)</u>

Suprajit USA, Inc.
Consolidating Schedule – Statement of Cash Flows
Year Ended March 31, 2026

	Suprajit USA, Inc.	Wescon Controls, LLC	Suprajit Brownsville, LLC	Suprajit Mexico S de RLde CV	Suprajit Hungary Kft.	Shanghai Lone Star Cable Co. Ltd.	Suprajit Germany GmbH	Suprajit Morocco SARL	SCS Polska Sp. z o.o.	Suprajit (Jiaxing) Automotive Systems Co. Ltd.	Suprajit Canada Limited	Total	Eliminating Entries	Consolidated
Operating Activities														
Net income	\$ (10,111,068)	\$ (926,067)	\$ (7,221,940)	\$ 926,518	\$ (182,559)	\$ 1,360,078	\$ (6,914,123)	\$ (2,215,981)	\$ 1,506,049	\$ (400,805)	\$ 4,489,290	\$ (19,690,608)	\$ 9,579,540	\$ (10,111,068)
Items not requiring (providing) cash														
Depreciation and amortization	-	3,412,397	1,298,063	199,942	509,095	693,895	696,142	1,117,784	-	180,243	418,545	8,526,106	-	8,526,106
(Gain) Loss on sale of property and equipment	-	852	3,598	283,011	21,797	-	(52)	70,554	(19,744)	-	-	360,016	-	360,016
Deferred income taxes	-	-	-	(712,514)	-	(366,024)	4,745	-	-	(93,375)	465,963	(701,205)	-	(701,205)
Equity in income of subsidiary	9,579,540	-	-	-	-	-	-	-	-	-	-	9,579,540	(9,579,540)	-
Gain on bargain purchase	-	-	-	-	-	-	-	-	-	(61,743)	(5,414,849)	(5,476,592)	-	(5,476,592)
Changes in operating assets and liabilities exclusive of effects of business combination														
Accounts receivable	21,216,308	(3,947,315)	(5,182,237)	(2,512,893)	(799,600)	(664,618)	2,825,595	2,763,344	820,224	(3,113,588)	(2,794,325)	8,610,895	-	8,610,895
Inventories	-	(22,110)	(4,336,877)	-	(140,894)	(270,480)	(1,250,791)	(622,627)	-	(1,179,688)	153,644	(7,669,823)	-	(7,669,823)
Other current assets and liabilities	(693,717)	(4,744,579)	(618,221)	663,419	552,094	508,394	(5,209,285)	206,184	(81,866)	1,562,385	1,144,608	(6,710,584)	-	(6,710,584)
Income taxes refundable/payable	-	3,528,816	-	408,134	25,289	-	-	72,697	(281,733)	-	-	3,753,203	-	3,753,203
Accounts payable	-	1,290,908	(7,650,389)	83,756	(314,066)	279,272	(4,685,602)	(317,937)	(35,930)	1,100,027	3,805,454	(6,444,507)	-	(6,444,507)
Operating lease liabilities	-	(29,818)	(10,000)	15,096	72,046	(260,777)	175	305,581	-	671,083	97,236	860,622	-	860,622
Accrued liabilities	(2,464,643)	(12,378)	-	602,984	784,111	(46,503)	(177,782)	417,679	(1,865,426)	-	-	(2,761,958)	-	(2,761,958)
Net cash provided by (used in) operating activities	17,526,420	(1,449,294)	(23,718,003)	(42,547)	527,313	1,233,237	(14,710,978)	1,797,278	41,574	(1,335,461)	2,365,566	(17,764,895)	-	(17,764,895)
Investing Activities														
Purchase of property and equipment	-	(201,861)	(309,465)	(432,725)	-	(832,764)	(297,154)	(1,298,331)	19,744	(544,972)	(1,801)	(3,899,329)	-	(3,899,329)
Cash paid for investment in Blubrake	(1,172,519)	-	-	-	-	-	-	-	-	-	-	(1,172,519)	-	(1,172,519)
Business combination, net of cash acquired	-	-	-	-	-	-	-	-	-	(211,403)	(3,340,162)	(3,551,565)	-	(3,551,565)
Net cash provided by (used in) investing activities	(1,172,519)	(201,861)	(309,465)	(432,725)	-	(832,764)	(297,154)	(1,298,331)	19,744	(756,375)	(3,341,963)	(8,623,413)	-	(8,623,413)
Financing Activities														
Borrowings under line-of-credit agreement	38,572,260	-	-	-	-	-	-	-	-	-	-	38,572,260	-	38,572,260
Payments under line-of-credit agreement	(25,521,048)	-	-	-	-	-	-	-	-	-	-	(25,521,048)	-	(25,521,048)
Principal payments on long-term debt	(6,000,000)	-	-	-	-	-	-	-	-	-	-	(6,000,000)	-	(6,000,000)
Borrowings from parent	18,000,000	-	-	-	-	-	-	-	-	-	-	18,000,000	-	18,000,000
Borrowings under notes receivable from affiliates	(43,009,828)	-	24,151,168	-	(300,000)	(61,302)	15,730,838	1,134,374	-	61,302	2,293,448	-	-	-
Dividends paid to parent	-	1,350,000	-	-	-	(1,043,415)	-	-	-	-	-	306,585	-	306,585
Net cash provided by (used in) financing activities	(17,958,616)	1,350,000	24,151,168	-	(300,000)	(1,104,717)	15,730,838	1,134,374	-	61,302	2,293,448	25,357,797	-	25,357,797
Effect of exchange rate changes on cash	-	-	-	446,308	3,377	(429,492)	306,706	(267,672)	(122,577)	46,453	(49,717)	(66,614)	-	(66,614)
Increase (Decrease) in Cash	(1,604,715)	(301,155)	123,700	(28,964)	230,690	(1,133,736)	1,029,412	1,365,649	(61,259)	(1,984,081)	1,267,334	(1,097,125)	-	(1,097,125)
Cash and restricted cash, Beginning of Year	1,885,769	301,155	366,840	73,380	437,375	2,552,316	540,562	727,890	61,259	2,142,409	1,757	9,090,712	-	9,090,712
Cash and restricted cash, End of Year	\$ 281,054	\$ -	\$ 490,540	\$ 44,416	\$ 668,065	\$ 1,418,580	\$ 1,569,974	\$ 2,093,539	\$ -	\$ 158,328	\$ 1,269,091	\$ 7,993,587	\$ -	\$ 7,993,587