

February 2, 2026

National Stock Exchange of India Limited

"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400051
NSE Symbol : SHRIPISTON

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001

BSE Scrip code : 544344

Sub: Outcome of Board Meeting held on February 2, 2026

Ref: SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")

Dear Madam/Sir,

This is to inform you that the Board of Directors of the Company, at its meeting held today i.e. Monday, February 2, 2026, have, *inter alia*, considered and approved the following:

1. Un-Audited (Standalone & Consolidated) Financial Results of the Company for the quarter and nine months ended December 31, 2025. A copy of the said results along with the Statutory Auditor's Limited Review Report is enclosed herewith as **Annexure A**.
2. Interim Dividend @50% i.e. Rs. 5/- per share (face value of Rs.10/- per share) for the Financial Year 2025-26 to be paid to the shareholders whose name appear in Register of Members of the Company or in the records of the Depositories as beneficial owners of the shares as on **Friday, February 6, 2026** which is the **Record Date** fixed for the purpose. Dividend will be paid/dispached on or before March 3, 2026, subject to applicable taxes.
3. Issuance of 100,000 secured, rated, listed and redeemable, non-convertible debentures (NCDs) having face value of Rs. 100,000/- (Rupees Hundred Thousand Only) each aggregating up to Rs. 10,000 Million (Rupees Ten Thousand Million Only) in one or more tranches or series ("NCDs"), on a private placement basis, to certain eligible investors permitted to invest in the NCDs under applicable laws on the agreed terms and conditions.
The requisite details as required in terms of SEBI master circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed herewith as **Annexure B**.
4. The change of name of the Company from "**Shriram Pistons & Rings Limited**" to "**SPR Auto Technologies Limited**", subject to receipt of approval from Ministry of Corporate Affairs on name availability, subject to the approval of shareholders of the Company and Central Government (ROC) and consequential alteration in the Memorandum of Association and Articles of Association of the Company pursuant to name change, as per the provisions of the Companies Act, 2013 & SEBI Listing Regulations (as amended);
5. Alteration of Object clause and adoption of new set of Memorandum of Association ("MOA") of the Company as per Companies Act, 2013, subject to approval of shareholders of the Company and the further details enclosed herewith as **Annexure C**.
6. Alteration and Adoption of new set of Articles of Association ("AOA") of the Company as per Companies Act, 2013, subject to approval of shareholders of the Company and the further details enclosed herewith as **Annexure C**.

7. Postal Ballot Notice for seeking approval of Shareholders of the Company for the following:

S.No.	Particulars
a.	To consider change of the name of the Company and consequential alteration in the Memorandum of Association and Articles of Association of the Company
b.	To approve alteration of the Object Clause and adoption of the new set of Memorandum of Association of the Company as per the Companies Act, 2013
c.	Alteration and Adoption of new set of Articles of Association of the Company in conformity with the Companies Act, 2013

The Postal Ballot Notice shall be sent to the shareholders in due course and the same shall be filed with the stock exchanges.

The Board Meeting commenced at 4:15 P.M. and concluded at 5:05 P.M.

This intimation is also being uploaded on the Company's website at <https://shrirampistons.com>.

Kindly take the above information on record and treat this as compliance with SEBI Listing Regulations, 2015.

Thanking you.

Yours faithfully,

For **Shriram Pistons & Rings Limited**

(Pankaj Gupta)
Company Secretary & Compliance Officer

Encl: As above

Walker Chandiok & Co LLP
 L-41, Connaught Circus,
 Outer Circle,
 New Delhi – 110 001
 India
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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Financial Results of the Company pursuant to the Regulation 33 and Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

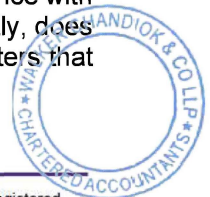
To the Board of Directors of Shriram Pistons & Rings Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Shriram Pistons & Rings Limited ('the Company') for the quarter ended 31 December 2025 and the year to date results for the period 01 April 2025 to 31 December 2025, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations') read with SEBI Circular SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated 22 May 2024.
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 and Regulation 52(4) of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Chartered Accountants

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India



Walker Chandiok & Co LLP

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Financial Results of the Company pursuant to the Regulation 33 and Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 and Regulation 52(4) of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Rahul Kool

Partner

Membership No.: 425393

UDIN: 26425393YYSUWE3252



Place: New Delhi

Date: 02 February 2026

SHRIRAM PISTONS & RINGS LIMITED

Regd. Office: 3rd Floor, Himalaya House, 23, Kasturba Gandhi Marg, New Delhi - 110 001

Tel.: +91 11 2331 5941, Website: www.shrirampistons.com

E-mail: compliance.officer@shrirampistons.com, CIN: L29112DL1963PLC004084

Statement of standalone unaudited financial results for the quarter and nine months ended December 31, 2025

(Amount in Rs. Million except per share details)

Particulars	Standalone					
	3 months ended December 31, 2025	3 months ended September 30, 2025	3 months ended December 31, 2024	Period ended December 31, 2025	Period ended December 31, 2024	Year ended March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I Revenue from operations	8,651	8,730	7,696	25,737	23,247	31,795
II Other income	309	249	260	824	793	1,032
III Total income (I+II)	8,960	8,979	7,956	26,561	24,040	32,827
IV Expenses						
a) Cost of materials consumed	3,514	3,314	3,035	10,173	8,878	12,084
b) Purchase of stock-in-trade	197	214	203	619	602	859
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(101)	93	(268)	(246)	(416)	(365)
d) Employee benefits expense	1,211	1,265	1,181	3,751	3,577	4,776
e) Finance costs	90	59	56	213	188	248
f) Depreciation and amortization expenses	226	223	217	666	643	865
g) Other expenses	2,046	2,013	1,917	6,065	5,746	7,680
Total expenses	7,183	7,181	6,341	21,241	19,218	26,147
V Profit before exceptional item and tax (III-IV)	1,777	1,798	1,615	5,320	4,822	6,680
VI Exceptional item (refer note 4)	237	-	-	237	-	-
VII Profit before tax (V-VI)	1,540	1,798	1,615	5,083	4,822	6,680
VIII Tax expense						
Current tax	413	467	407	1,338	1,229	1,708
Deferred tax	(22)	(8)	5	(43)	0	(6)
Total tax expense	391	459	412	1,295	1,229	1,702
IX Profit for the period / year (VII-VIII)	1,149	1,339	1,203	3,788	3,593	4,978
X Other comprehensive income						
A (i) Items that will not be reclassified to profit or loss						
a) Remeasurements of the post employment defined benefit plans	(6)	12	14	3	40	63
b) Income tax relating to items that will not be reclassified to profit or loss	2	(2)	(4)	(1)	(10)	(16)
B (i) Items that will be reclassified to profit or loss						
a) Fair value change of cash flow hedge	17	(17)	8	(40)	2	10
b) Income tax relating to items that will be reclassified to profit or loss	(5)	5	(2)	10	(0)	(3)
Other comprehensive income	0	(2)	16	(28)	32	64
XI Total comprehensive income for the period / year (IX+X)	1,157	1,337	1,219	3,760	3,625	5,032
XII Paid up equity share capital (Face value of share - Rs 10 each)	440	440	440	440	440	440
XIII Other equity (excluding revaluation reserves)						23,553
XIV Earnings per equity share (Face value of - Rs 10 each) (not annualised)						
(a) Basic	26.08	30.40	27.32	86.00	81.57	113.01
(b) Diluted	26.08	30.40	27.32	86.00	81.57	113.01



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Notes:

1 During the current quarter, the Company has raised funds by issuance of Commercial Papers, which are listed on National Stock Exchange of India Limited. Pursuant to SEBI Master Circular dated July 11, 2025 to the extent applicable to Commercial Papers, additional disclosures are required under Regulation 52(4) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, (as amended) is below:

Particulars	Standalone					
	3 months ended December 31, 2025	3 months ended September 30, 2025	3 months ended December 31, 2024	Period ended December 31, 2025	Period ended December 31, 2024	Year ended March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a) Net worth (Rs. in millions) (Total Equity less Preference share redemption reserve, Capital redemption reserve and revaluation reserve)	27,360	26,203	22,634	27,360	22,634	23,822
b) Net profit after tax (Rs. in millions)	1,149	1,339	1,203	3,788	3,593	4,978
c) Earnings per share (Face value of - Rs. 10 each) #						
(a) Basic EPS (in Rs.)	26.08	30.40	27.32	86.00	81.57	113.01
(b) Diluted EPS (in Rs.)	26.08	30.40	27.32	86.00	81.57	113.01
d) Outstanding redeemable preference shares (quantity and value)	Nil	Nil	Nil	Nil	Nil	Nil
e) Capital redemption reserve (Rs. in millions)	4	4	4	4	4	4
f) Debt - equity Ratio (in times) [(Non-current borrowings + Current borrowings) / Total Equity]	0.63	0.14	0.15	0.63	0.15	0.15
g) Long term debt to working capital ratio (in times) [(Non-current borrowings + Non-current lease liabilities + Current maturities of non-current borrowings and lease liabilities) / (Current assets - Current liabilities)]	0.14	0.09	0.12	0.14	0.12	0.11
h) Total debts to total assets ratio (in times) [(Non-current borrowings + Current borrowings) / Total Assets]	0.34	0.10	0.11	0.34	0.11	0.11
i) Debt service coverage ratio (in times) [(Net profit after tax + Finance cost + Depreciation and amortization) / (Interest payment + Principal repayment of long term borrowing)]	9.10	12.51	11.87	10.99	11.28	11.65
j) Interest service coverage ratio (in times) (Earnings before finance costs, Taxes, Depreciation and Amortization / Finance costs)	20.53	35.23	33.46	27.98	30.04	31.41
k) Current ratio (in times) (Current assets / Current liabilities)	1.70	2.51	2.47	1.70	2.47	2.46
l) Bad debts to accounts receivable ratio (in %) # (Provision for bad and doubtful debts/advances and write offs, if any / Average trade receivable)	0.01	0.11	0.05	0.12	0.00	0.01
m) Current liability ratio (in times) (Current liabilities / Total liabilities)	0.91	0.85	0.82	0.91	0.82	0.84
n) Debtors' turnover (in times) # (Revenue from operations / Average trade receivables)	1.74	1.70	1.74	5.18	5.26	6.66
o) Inventory turnover (in times) # (Revenue from operations / Average inventory)	1.96	2.04	1.99	5.85	6.02	8.22
p) Operating margin (in %) (Profit before Depreciation and amortisation, Finance costs and Tax less other Income / Revenue from operations)	17.89	20.98	21.17	19.96	20.91	21.27
q) Net profit margin (in %) (Net profit after tax / Revenue from operations)	13.28	15.34	15.64	14.72	15.46	15.66

Not annualised except for the year ended March 31, 2025

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- 2 The Company deals primarily in automotive component segment.
- 3 The above results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard (referred to as "IND AS") 34 Interim Financial reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules made thereunder.
- 4 The Government of India has notified 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 ("Labour Codes") with effect from November 21, 2025 which consolidates 29 existing labour laws. Based on the draft rules and FAQs issued by the ministry of labour and employment and best available information, the Company has estimated the financial implications thereof and has made an additional provision of Rs. 237 millions in the quarter and nine months ended December 31, 2025. Considering the materiality, regulatory driven and non-recurring nature of the impact, the Company has presented such incremental impact under "exceptional item". The Company continues to monitor the finalisation of central/state rules and other developments pertaining to labour codes and would provide appropriate accounting effect on the basis of such developments, if any.
- 5 The Board of Directors, at its meeting held on November 24, 2025, approved the acquisition of 100% equity shares of Antolin Lighting India Private Limited (ALIPL) and Grupo Antolin India Private Limited (GAIPL) along with Grupo Antolin Chakan Private Limited (GACPL), the subsidiary of GAIPL. A Share Purchase Agreement was executed on December 5, 2025. The acquisition was completed on January 8, 2026, resulting in the Company acquiring 100% of ALIPL, 100% of GAIPL and ~99.99% of GACPL. Consequently, ALIPL and GAIPL became wholly-owned subsidiaries (with GAIPL also classified as an unlisted material subsidiary), and GACPL became a step-down subsidiary of the Company.
- 6 The Company entered into an Asset Purchase Agreement on December 19, 2025, with Sunbeam Lightweighting Solutions Private Limited for the purchase of identified plant, machinery, and related piston-line assets for Rs. 280.00 millions.
- 7 The Company issued and allotted Commercial Papers amounting to Rs. 10,000.00 millions on December 24, 2025, on a private placement basis. These Commercial Papers are listed on National Stock Exchange of India Limited, have a tenure of 62 days, and will mature on February 24, 2026.
- 8 The Company has approved the payment of interim dividend @ 50% i.e. Rs. 5/- on each equity share of the nominal value of Rs. 10/- each for the financial year ending March 31, 2026. The record date for the purpose of payment of interim dividend is fixed as February 06, 2026.
- 9 The above results were reviewed and recommended by Audit Committee in its meeting held on February 02, 2026 and taken on record by Board of Directors of the Company in its meeting held on February 02, 2026.



Place: New Delhi

Date : February 02, 2026

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For and on behalf of the Board of Directors

Ralep

(PREM PRAKASH RATHI)
CHIEF FINANCIAL OFFICER

I. Krishnakumar

(KRISHNAKUMAR SRINIVASAN)
MANAGING DIRECTOR & CEO

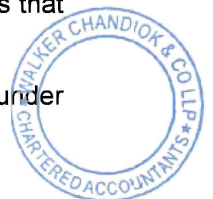
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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Shriram Pistons & Rings Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Shriram Pistons & Rings Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 31 December 2025 and the consolidated year to date results for the period 01 April 2025 to 31 December 2025, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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



Walker Chandio & Co LLP

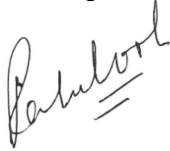
Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandio & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Rahul Kool

Partner

Membership No. 425393

UDIN: 26425393ZAGWTE8549



Place: New Delhi

Date: 02 February 2026

Walker Chandio & Co LLP

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

Annexure 1

List of entities included in the Statement

S.No. Name of the Holding Company

1. Shriram Pistons & Rings Limited

Name of subsidiaries

2. SPR Engenious Limited
3. SPR EMF Innovations Private Limited (formerly EMF Innovations Private Limited)
4. SPR Takahata Precision India Private Limited (formerly Takahata Precision India Private Limited)
5. SPR TGPEL Precision Engineering Limited (formerly TGPEL Precision Engineering Limited) (with effect from 24 December 2024)
6. Karna Intertech Private Limited (with effect from 01 April 2025)



SHRIRAM PISTONS & RINGS LIMITED

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Tel.: +91 11 2331 5941, Website: www.shrirampistons.com

E-mail: compliance.officer@shrirampistons.com, CIN: L29112DL1963PLC004084

Statement of consolidated unaudited financial results for the quarter and nine months ended December 31, 2025

(Amount in Rs. Million
except per share details)

Particulars	Consolidated					
	3 months ended December 31, 2025	3 months ended September 30, 2025	3 months ended December 31, 2024	Period ended December 31, 2025	Period ended December 31, 2024	Year ended March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I Revenue from operations	10,232	10,165	8,479	30,029	25,615	35,498
II Other income	331	262	272	876	840	1,114
III Total income (I+II)	10,563	10,427	8,751	30,905	26,455	36,612
IV Expenses						
a) Cost of materials consumed	4,471	4,205	3,545	12,776	10,394	14,361
b) Purchase of stock-in-trade	197	214	203	619	602	859
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(117)	49	(276)	(317)	(421)	(343)
d) Employee benefits expense	1,351	1,401	1,264	4,176	3,814	5,138
e) Finance costs	117	85	79	292	259	343
f) Depreciation and amortization expenses	328	326	308	969	914	1,197
g) Other expenses	2,272	2,223	2,038	6,694	6,087	8,241
Total expenses	8,619	8,503	7,161	25,209	21,649	29,796
V Profit before exceptional item and tax (III-IV)	1,944	1,924	1,590	5,696	4,806	6,816
VI Exceptional item (refer note 3)	252	-	-	252	-	-
VII Profit before tax (V-VI)	1,692	1,924	1,590	5,444	4,806	6,816
VIII Tax expense						
Current tax	439	492	408	1,409	1,230	1,730
Deferred tax	(4)	11	(27)	10	(64)	(69)
Total tax expense	435	503	381	1,419	1,166	1,661
IX Profit for the period / year (VII-VIII)	1,257	1,421	1,209	4,025	3,640	5,155
X Other comprehensive income						
A (i) Items that will not be reclassified to profit or loss						
a) Remeasurements of the post employment defined benefit plans	(5)	11	13	4	38	61
b) Income tax relating to items that will not be reclassified to profit or loss	1	(3)	(4)	(1)	(10)	(15)
B (i) Items that will be reclassified to profit or loss						
a) Fair value change of cash flow hedge	19	(15)	5	(36)	1	10
b) Income tax relating to items that will be reclassified to profit or loss	(4)	5	(2)	10	(0)	(3)
Other comprehensive income	11	(2)	12	(23)	29	53
XI Total comprehensive income for the period / year (IX+X)	1,268	1,419	1,221	4,002	3,669	5,208
XII Profit/(loss) attributable to :						
a) Owners of Shriram Pistons & Rings Limited	1,230	1,399	1,198	3,965	3,601	5,066
b) Non-controlling interest	27	22	11	60	39	89
XIII Other comprehensive income						
a) Owners of Shriram Pistons & Rings Limited	11	(2)	13	(24)	30	54
b) Non-controlling interest	0	0	(1)	1	(1)	(1)
XIV Total comprehensive income						
a) Owners of Shriram Pistons & Rings Limited	1,241	1,397	1,212	3,941	3,631	5,120
b) Non-controlling interest	27	22	9	61	38	88
XV Paid up equity share capital (Face value of share - Rs 10 each)	440	440	440	440	440	440
XVI Other equity (excluding revaluation reserves)	-	-	-	-	-	23,399
XVII Earnings per equity share (Face value of - Rs 10 each) (not annualised)						
(a) Basic	27.93	31.76	27.22	90.01	81.76	115.02
(b) Diluted	27.93	31.76	27.22	90.01	81.76	115.02



**SIGNED FOR
IDENTIFICATION
PURPOSE ONLY**



Notes:

- 1 The Group deals primarily in automotive component segment.
- 2 The above results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard (referred to as "IND AS") 34 Interim Financial reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules made thereunder.
- 3 The Government of India has notified 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 ("Labour Codes") with effect from November 21, 2025 which consolidates 29 existing labour laws. Based on the draft rules and FAQs issued by the ministry of labour and employment and best available information, the Group has estimated the financial implications thereof and has made an additional provision of Rs. 252 millions in the quarter and nine months ended December 31, 2025. Considering the materiality, regulatory driven and non-recurring nature of the impact, the Group has presented such incremental impact under "exceptional item". The Group continues to monitor the finalisation of central/state rules and other developments pertaining to labour codes and would provide appropriate accounting effect on the basis of such developments, if any.
- 4 The Board of Directors of the Holding Company, at its meeting held on November 24, 2025, approved the acquisition of 100% equity shares of Antolin Lighting India Private Limited (ALIPL) and Grupo Antolin India Private Limited (GAIPL) along with Grupo Antolin Chakan Private Limited (GACPL), the subsidiary of GAIPL. A Share Purchase Agreement was executed on December 5, 2025. The acquisition was completed on January 8, 2026, resulting in the Holding Company acquiring 100% of ALIPL, 100% of GAIPL and ~99.99% of GACPL. Consequently, ALIPL and GAIPL became wholly-owned subsidiaries (with GAIPL also classified as an unlisted material subsidiary), and GACPL became a step-down subsidiary of the Holding Company.
- 5 The Holding Company has entered into an Asset Purchase Agreement on December 19, 2025, with Sunbeam Lightweighting Solutions Private Limited for the purchase of identified plant, machinery, and related piston-line assets for Rs. 280.00 millions.
- 6 The Holding Company has issued and allotted Commercial Papers amounting to Rs. 10,000.00 millions on December 24, 2025, on a private placement basis. These Commercial Papers are listed on National Stock Exchange of India Limited, have a tenure of 62 days, and will mature on February 24, 2026.
- 7 The Holding Company has approved the payment of interim dividend @ 50% i.e. Rs. 5/- on each equity share of the nominal value of Rs. 10/- each for the financial year ending March 31, 2026. The record date for the purpose of payment of interim dividend is fixed as February 06, 2026.
- 8 SPR TGPEL Precision Engineering Limited and Karna Intertech Private Limited were acquired on December 24, 2024 and April 01, 2025 respectively. Hence, the financial results for the quarter / period ended December 31, 2025 is not comparable with corresponding period of previous year.
- 9 The above results were reviewed and recommended by Audit Committee in its meeting held on February 02, 2026 and taken on record by Board of Directors of the Holding Company in its meeting held on February 02, 2026.



Place: New Delhi

Date : February 02, 2026



**SIGNED FOR
IDENTIFICATION
PURPOSE ONLY**

For and on behalf of the Board of Directors

(PREM PRAKASH RATHI)

CHIEF FINANCIAL OFFICER

(KRISHNAKUMAR SRINIVASAN)

MANAGING DIRECTOR & CEO

ANNEXURE - B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

S. No.	Terms	Particulars
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Secured, rated, listed and redeemable Non-Convertible Debentures.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Private placement basis to eligible investors.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Non-convertible Debentures of face value of INR 100,000 (Rupees Hundred Thousand Only) each, for an aggregate principal amount of up to INR 10,000 Million
4.	Size of the issue	Up to INR 10,000 Million.
5.	Whether proposed to be listed? If yes, name of the stock exchange(s)	Yes, National Stock Exchange of India Limited (NSE)
6.	Tenure of the instrument	As per disclosure documents.
	Date of allotment	
	Date of maturity	
7.	Coupon/interest offered	As per disclosure documents.
8.	Schedule of payment of coupon/ interest and principal	As per disclosure documents.
9.	Charge/ security, if any, created over the assets	(i) first ranking pari passu charge (with term lenders) created by way of hypothecation over all of the movable fixed assets including those under capital work-in-progress both present and future; and (ii) any other security as may be mutually agreed with the investors.
10.	Special rights/ interest/ privileges attached to the instruments and changes thereof.	As per disclosure documents.
11.	Delay in payment of interest/ principal amount for a period of more than three months from the due date or default in payment of interest/ principal.	As per disclosure documents.
12.	Details of any letter or comments regarding payment/ non-payment of interest, principal on due dates, or any other matter concerning the security and/ or the assets along with its comments thereon, if any.	Not applicable.
13.	Details of redemption of Debentures	As per disclosure documents.
14.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable.

ANNEXURE - C

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to adoption of amended Memorandum of Association ("MOA") and new set of Articles of Association ("AOA") of the Company

S.No.	Particular	Details
1.	Alteration of Object Clause and adoption of new set of Memorandum of Association ("MOA") of the Company as per Companies Act, 2013	The existing Memorandum of Association is based on the Companies Act, 1956, altering and adopting the new set of the Memorandum of Association is necessary to bring it in line with the Companies Act, 2013. In addition, due to diversification of the Company, the main objects of the Company is proposed to be altered to reflect the Company's efforts to enhance its business activities and expand its operations to explore the new opportunities which can be conveniently and advantageously be combined with the business of the Company.
2.	Alteration and Adoption of new set of Articles of Association ("AOA") of the Company as per Companies Act, 2013	<p>The existing Articles of Association (AOA) of the Company were based on the provisions of the Companies Act, 1956 (the "erstwhile Act") and several regulations in the existing AOA contained reference to specific sections of the erstwhile Act and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (the "new Act").</p> <p>In order to bring the existing AOA of the Company in line with the provisions of the new Act, the Company will have to make numerous changes in the existing AOA. It is therefore considered desirable to alter and adopt a comprehensive new set of AOA of the Company (new Articles) in substitution for of and to the entire exclusion of the existing Article of Association of the Company.</p>