

January 29, 2026

The Corporate Service
Department
BSE Limited
P J Towers, Dalal Street
Mumbai – 400 001
Scrip Code: **533553**

The Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra- Kurla Complex
Bandra (East)
Mumbai- 400 051
Symbol: **TDPOWERSYS**

TD Power Systems Limited
(CIN -L31103KA1999PLC025071)

REGISTERED OFFICE & FACTORY:
27, 28 and 29, KIADB Industrial Area
Dabaspet, Nelamangala Taluk
Bengaluru Rural District
Bengaluru – 562 111 India

Tel +91 80 229 95700 / 6633 7700
Fax +91 80 7734439 / 2299 5718
Mail tdps@tdps.co.in

www.tdps.co.in

Dear Sir/Madam,

SUB: OUTCOME OF BOARD MEETING HELD TODAY I.E. JANUARY 29, 2026

The Board of Directors of the Company at their meeting held today took on record the Un-audited Financial Results ("UFR") for the quarter and nine months ended December 31, 2025. The Limited Review Report ("LRR") thereon received from the Statutory Auditors of the Company was placed at the said Board Meeting. The UFR along with LRR are being uploaded on your website along with this letter.

The Financial Results are available on the Company's website www.tdps.co.in. The key information on the standalone financial results are as under:

| Particulars | Quarter ended | | Nine Months ended | (Rs. in Lakhs) Previous Year ended |
|--|---------------|-------------|-------------------|---------------------------------------|
| | 31.12.2025 | 31.12.2024 | 31.12.2025 | 31.03.2025 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| Net Sales / Income from Operations | 42,885.45 | 32,101.38 | 1,18,239.76 | 1,26,539.62 |
| Profit Before Tax | 7,372.06 | 5,059.05 | 20,664.66 | 20,916.22 |
| Profit After Tax | 5,503.94 | 3,717.56 | 15,370.15 | 15,371.00 |
| Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)] | 5,511.68 | 3,723.64 | 15,400.34 | 15,295.65 |

The Board meeting commenced at 2:30 P.M. and concluded at 3:40 P.M.

Kindly take the above on record.

Yours faithfully,
For **TD Power Systems Limited**

BHARAT
RAJWANI

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Bharat Rajwani
Company Secretary & Compliance Officer

Encl: A/a

REVIEW REPORT

To,
The Board of Directors,
TD Power Systems Limited
Bengaluru-562111

1. We have reviewed the accompanying unaudited condensed interim standalone financial statements which comprises unaudited condensed interim standalone Balance Sheet as at 31st December 2025, the unaudited condensed interim standalone statement of Profit and Loss for the quarter and nine months period ended 31st December 2025, unaudited condensed interim standalone statement of Changes in Equity, unaudited condensed interim standalone Cash Flow Statement, and selected explanatory notes for the nine months period ended 31st December 2025 (hereinafter referred as “the unaudited condensed interim standalone financial statements”) of **M/s TD Power Systems Limited** (“the Company”). The unaudited condensed interim standalone financial statements have been recommended by the Audit Committee and approved by the Company’s Board of Directors and are the responsibility of the Company’s management. Our responsibility is to express a conclusion on these unaudited condensed interim standalone financial statements based on our review.
2. We conducted our review of unaudited condensed interim standalone financial statements in accordance with the Standard on Review Engagement (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 Standards of Auditing 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 and accordingly, we do not express audit opinion.
3. The accompanying unaudited condensed interim standalone financial statements have been prepared by the Company in accordance with the recognition and measurement principles laid down in Indian Accounting Standards for Interim Financial Reporting (Ind AS 34) prescribed, under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India, to solely enable the Company, to prepare its unaudited financial results and unaudited condensed interim standalone financial statements. Management’s responsibility for the unaudited condensed interim standalone financial statements includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the unaudited condensed interim standalone financial statements that are free from material misstatements, whether due to fraud or error.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying unaudited condensed interim standalone financial statements do not present fairly, in all material respects the state of affairs of the Company as at 30th September 2025, and of its results of operations for the quarter ended 31st December 2025 and from the period 1st April 2025 to 31st December 2025 and the statement of Changes in Equity and its Cash Flows for the nine months period ended 31st December 2025 prepared in accordance with the requirements of Ind AS 34, Interim Financial Reporting, specified under Section 133 of the Act, read with relevant rules issued thereunder or by the Institute of Chartered Accountants of India including the manner in which it is to be disclosed or that it contains any material misstatement.

5. Emphasis of Matter

We draw attention to Note no. 8 to the unaudited condensed interim standalone financial statements, which describes the basis on which the going concern assumption in the preparation of financial statements of the Indian subsidiary is considered appropriate and its evaluation of the carrying value of the said investment.

Our conclusion is not modified in respect of the above matter.

6. Other Matters

We did not review the interim financial information of the foreign branch in Japan considered in the unaudited condensed interim standalone financial statements, whose interim financial information reflect total assets of Rs.2,445.59 Lakhs as at 31st December 2025, and total income of Rs. 582.34 Lakhs and Rs.1,686.50 Lakhs and total net profit/(loss) after tax of Rs. (95.68) Lakhs and Rs. (388.61) Lakhs and total comprehensive income/(loss) of Rs. (152.89) Lakhs and Rs. (391.02) Lakhs for the quarter ended 31st December 2025 and from the period 1st April 2025 to 31st December 2025 respectively and cash inflows/(outflows) (net) of Rs.197.38 Lakhs for the period from 1st April 2025 to 31st December 2025. The financial information of foreign branch in Japan have been reviewed by the branch auditors whose review report has been furnished to us by the Management, and our conclusion on the unaudited condensed interim standalone financial statements, in so far as it relates to the amounts and disclosures included in respect of the branch, is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 2 above.

Our conclusion is not modified in respect of the above matter.

7. This report is furnished solely for use as set out in paragraph 3 above and is not to be used for any other purpose or referred to in any document or distributed to anyone.

For VARMA & VARMA
Chartered Accountants
FRN 004532S

ABRAHAM
BABY CHERIAN

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ABRAHAM BABY CHERIAN
Partner
M No. 218851

ICAI UDIN: 26218851UCWDPC1559

Place: Bengaluru
Date: 29.01.2026

REVIEW REPORT

To,
The Board of Directors,
TD Power Systems Limited
Bengaluru- 562111

1. We have reviewed the accompanying unaudited condensed interim consolidated financial statements which comprises unaudited condensed interim consolidated Balance Sheet as at 31st December 2025, the unaudited condensed interim consolidated Statement of Profit and Loss for the quarter and nine months ended 31st December 2025, unaudited condensed interim Consolidated Statement of Changes in Equity, unaudited condensed interim Consolidated Cash Flow Statement and select explanatory notes for the nine months period ended 31st December 2025 (hereinafter referred as “the Unaudited condensed interim consolidated financial statements”) of TD Power Systems Limited (“the Company”) and its subsidiaries (collectively called as “the Group”). The unaudited condensed interim consolidated financial statements have been recommended by the Audit Committee and approved by the Company’s Board of Directors and are the responsibility of the Company’s management. Our responsibility is to express a conclusion on these Unaudited condensed interim consolidated financial statements based on our review.
2. We conducted our review of the Unaudited condensed interim consolidated financial statements in accordance with the Standard on Review Engagement (SRE) 2410, “Review of Interim Financial Information performed by the Independent Auditor of the Entity” issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information is free of material misstatements. 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 Standards of Auditing 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 and accordingly, we do not express audit opinion.
3. The Unaudited condensed interim consolidated financial statements include the unaudited condensed financial statements of the entities as mentioned below:

| Name of the Entity | Relationship |
|--|-------------------------|
| D F Power Systems Private Limited, India | Wholly owned subsidiary |
| TD Power Systems USA Inc, USA | Wholly owned subsidiary |
| TD Power Systems Europe GMBH, Germany | Wholly owned subsidiary |
| TD Power Systems Jenerator Sanayi Anonim Sirketi, Turkey | Wholly owned subsidiary |
4. The accompanying the Unaudited condensed interim consolidated financial statements have been prepared by the Company in accordance with the recognition and measurement principles laid down in Indian Accounting Standards for Interim Financial Reporting (Ind AS 34) prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India, to solely enable the group, to prepare its Unaudited condensed interim consolidated financial statements for the three months period ended 31st December 2025. Management’s responsibility for the unaudited condensed Interim Consolidated Financial Statements includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the unaudited condensed interim consolidated financial statements that are free from material misstatements, whether due to fraud or error.

5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Unaudited condensed interim consolidated financial statements do not present fairly, in all material respects the state of affairs of the group as at 31st December 2025, and of its results of operations for the quarter ended 31st December 2025 and from the period 01st April 2025 to 31st December 2025, the statement of changes in equity and its cash flows for the nine months period ended 31st December 2025, prepared in accordance with the requirements of Ind AS 34, Interim Financial Reporting, specified under Section 133 of the Act, read with relevant rules issued thereunder or by the Institute of Chartered Accountants of India including the manner in which it is to be disclosed or that it contains any material misstatement.

6. Emphasis of Matter

We draw attention to Note no. 9 to the Unaudited condensed interim consolidated financial statements, which describes the basis on which the going concern assumption in the preparation of financial statements of the Indian subsidiary. The independent auditor of the Indian subsidiary has expressed material uncertainty that may cast significant doubt about the subsidiary's ability to continue as a going concern. However, according to the information and explanations given to us by the Management and based on review procedures performed by us, the financial information of the Indian subsidiary mentioned above is not material to the group.

Our conclusion is not modified in respect of the above matter.

7. Other Matters

- i We did not review the interim financial information of the foreign branch in Japan considered in the Unaudited condensed interim consolidated financial statements, whose interim financial results/information reflect total assets of Rs.2,445.59 Lakhs as at 31st December 2025 and total income of Rs. 582.34 Lakhs and Rs.1,686.50 Lakhs, total net profit/(loss) after tax of Rs. (95.68) Lakhs and Rs.(388.61) Lakhs, total comprehensive income/(loss) of Rs.(152.89) Lakhs and Rs.(391.02) Lakhs for the quarter ended 31st December 2025 and for the period from 1st April 2025 to 31st December 2025 respectively and total cash inflow/(outflow) (net) of Rs.197.38 Lakhs for the period from 1st April 2025 to 31st December 2025 as considered in the unaudited condensed interim consolidated financial statements. The financial information of foreign branch in Japan have been reviewed by the branch auditors whose review report has been furnished to us by the Management, and our conclusion on the unaudited condensed interim consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the branch, is based solely on the report of the branch auditor.
- ii We did not review the interim financial statements of one Indian subsidiary included in the Unaudited condensed interim consolidated financial statements, whose interim financial statements reflect total assets of Rs.825.33 Lakhs as at 31st December 2025 and total income of Rs.0.76 Lakhs and Rs. 3.58 Lakhs, total net profit/(loss) after tax of Rs.(2.88) Lakhs and Rs.(7.05) Lakhs and total comprehensive income/(loss) of Rs.(2.88) Lakhs and Rs.(7.05) Lakhs for the quarter ended 31st December 2025 and for the period from 1st April 2025 to 31st December 2025 respectively, and total cash inflow/(outflow)(net) of Rs.(0.49) Lakhs for the period from 1st April 2025 to 31st December 2025 as considered in the unaudited condensed interim consolidated financial statements has been reviewed by the auditor of that company whose review report has been furnished to us by the Management and our conclusion on the unaudited condensed interim consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditors.

- iii We did not review the financial statements of three foreign subsidiaries included in the unaudited condensed interim consolidated financial statements, whose interim financial statements reflect total assets of Rs.25,346.53 Lakhs as at 31st December 2025 and total income of Rs.9,629.53 Lakhs and Rs.41,673.70 Lakhs, total net profit/(loss) after tax of Rs.188.01 Lakhs and Rs.1,400.10 Lakhs and total comprehensive income/(loss) of Rs.52.26 Lakhs and Rs.1,291.44 Lakhs for the quarter ended 31st December 2025 and for the period from 1st April 2025 to 31st December 2025 respectively, and total cash inflow/(outflow)(net) of Rs.(1,665.59) Lakhs for the period from 1st April 2025 to 31st December 2025, as considered in the unaudited condensed interim consolidated financial statements. We are informed that audit is not mandatory in the respective Countries and hence these financial statements have been reviewed by an independent firm of Chartered Accountants in India, whose review report has been furnished to us by the Management and our conclusion on the Unaudited condensed interim consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these three foreign subsidiaries, is based solely on the reports of the Independent firm of Chartered Accountants.

Our conclusion is not modified in respect of the above matters.

8. This report is furnished solely for use as set out in paragraph 4 above and is not to be used for any other purpose or referred to in any document or distributed to anyone.

For VARMA & VARMA
Chartered Accountants
FRN 004532S

ABRAHAM
BABY CHERIAN

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ABRAHAM BABY CHERIAN

Partner

M No. 218851

ICAI UDIN:26218851XZUQYS9639

Place: Bengaluru
Date : 29.01.2026

TD POWER SYSTEMS LIMITED
REGISTERED OFFICE & PLANT: # 27,28 &29 KIADB INDUSTRIAL AREA, DABASPET, NELAMANGALA TALUK, BANGALORE 562 111
CIN: L31103KA1999PLC025071, E mail Id: tdps@tdps.co.in, Website: www.tdps.co.in, Tel. No.: + 91 80 22995700, Fax: + 91 80 7734439
STATEMENT OF STANDALONE/CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE PERIOD ENDED DECEMBER 31, 2025

(₹ in Lakhs)

| Sl. No. | Particulars | Consolidated | | | | | | Standalone | | | | | |
|---------|---|------------------|------------------|------------------|--------------------|------------------|--------------------|------------------|------------------|------------------|--------------------|------------------|--------------------|
| | | Quarter ended | | | Nine months ended | | Year ended | Quarter ended | | | Nine months ended | | Year ended |
| | | 31.12.2025 | 30.09.2025 | 31.12.2024 | 31.12.2025 | 31.12.2024 | 31.03.2025 | 31.12.2025 | 30.09.2025 | 31.12.2024 | 31.12.2025 | 31.12.2024 | 31.03.2025 |
| | | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (AUDITED) | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (UNAUDITED) | (AUDITED) |
| | | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ |
| | Revenue | | | | | | | | | | | | |
| I | Revenue from Operations | 44,267.57 | 45,246.54 | 35,032.71 | 1,26,703.96 | 93,055.42 | 1,27,876.17 | 42,885.45 | 39,557.94 | 32,101.38 | 1,18,239.76 | 88,905.15 | 1,26,539.62 |
| II | Other Income | 415.11 | 509.36 | 364.16 | 1,321.79 | 1,291.05 | 2,364.95 | 258.44 | 539.01 | 384.08 | 1,259.06 | 1,318.29 | 2,309.44 |
| III | Total Income (I+II) | 44,682.68 | 45,755.90 | 35,396.87 | 1,28,025.75 | 94,346.47 | 1,30,241.12 | 43,143.89 | 40,096.95 | 32,485.46 | 1,19,498.82 | 90,223.44 | 1,28,849.06 |
| IV | Expenses | | | | | | | | | | | | |
| | Cost of materials consumed | 30,427.35 | 30,933.88 | 26,460.70 | 84,164.26 | 60,938.61 | 89,302.81 | 29,500.66 | 30,082.50 | 26,369.22 | 81,431.97 | 60,329.00 | 88,435.88 |
| | Purchases for spares & after market business (net of changes in inventories of stock in trade) | 144.21 | 536.44 | 551.22 | 698.54 | 124.23 | 702.79 | 144.21 | 536.44 | 551.22 | 698.54 | 124.23 | 702.79 |
| | Changes in inventories of finished goods, stock-in-trade and work-in-progress | (1,831.21) | (1,127.69) | (3,632.50) | (1,587.69) | (299.78) | (6,921.14) | (1,306.96) | (3,799.06) | (5,006.86) | (3,221.22) | (940.53) | (3,612.22) |
| | Employee benefits expenses | 4,324.25 | 4,098.84 | 3,238.38 | 12,105.68 | 9,345.25 | 12,374.88 | 3,943.75 | 3,545.59 | 2,842.03 | 10,771.50 | 8,223.20 | 11,137.98 |
| | Finance Costs | 51.87 | 68.21 | 36.49 | 162.47 | 255.81 | 305.84 | 51.87 | 68.21 | 36.49 | 162.47 | 255.81 | 305.84 |
| | Depreciation and amortisation expense | 584.31 | 520.46 | 499.53 | 1,603.90 | 1,433.17 | 1,969.85 | 563.14 | 499.25 | 478.38 | 1,540.43 | 1,369.77 | 1,885.07 |
| | Other expenses | 3,161.71 | 2,543.52 | 2,287.89 | 8,137.07 | 6,418.20 | 9,340.74 | 2,875.16 | 2,293.23 | 2,155.93 | 7,450.47 | 6,011.92 | 8,777.50 |
| | Total expenses (IV) | 36,862.49 | 37,573.66 | 29,441.71 | 1,05,284.23 | 78,215.49 | 1,07,075.77 | 35,771.83 | 33,226.16 | 27,426.41 | 98,834.16 | 75,373.40 | 1,07,632.84 |
| V | Profit before exceptional items and tax (III-IV) | 7,820.19 | 8,182.24 | 5,955.16 | 22,741.52 | 16,130.98 | 23,165.35 | 7,372.06 | 6,870.79 | 5,059.05 | 20,664.66 | 14,850.04 | 21,216.22 |
| VI | Exceptional items (Refer Note No.5) | - | - | - | - | - | - | - | - | - | - | - | (300.00) |
| VII | Profit before tax (V+VI) | 7,820.19 | 8,182.24 | 5,955.16 | 22,741.52 | 16,130.98 | 23,165.35 | 7,372.06 | 6,870.79 | 5,059.05 | 20,664.66 | 14,850.04 | 20,916.22 |
| VIII | Tax Expenses | | | | | | | | | | | | |
| | (a) Current Tax | 1,927.07 | 2,212.15 | 1,179.45 | 6,413.73 | 3,885.18 | 5,467.25 | 1,587.40 | 1,851.75 | 1,084.96 | 5,589.85 | 3,716.85 | 5,250.70 |
| | (b) Deferred Tax | 261.42 | (49.22) | 282.49 | (330.59) | 90.36 | 240.59 | 280.72 | (59.02) | 256.53 | (295.34) | 158.20 | 294.52 |
| IX | Profit for period/year (VII - VIII) | 5,631.70 | 6,019.31 | 4,493.22 | 16,658.38 | 12,155.44 | 17,457.51 | 5,503.94 | 5,078.06 | 3,717.56 | 15,370.15 | 10,974.99 | 15,371.00 |
| X | Other Comprehensive Income | | | | | | | | | | | | |
| | Items that will not be reclassified to profit or loss | | | | | | | | | | | | |
| | (i) Remeasurement of defined benefit plans | 67.55 | 87.36 | 55.86 | 42.75 | (52.50) | (118.08) | 67.55 | 87.36 | 55.86 | 42.75 | (52.50) | (118.08) |
| | (ii) Tax on defined benefit plans | (17.00) | (21.99) | (14.06) | (10.76) | 13.21 | 29.72 | (17.00) | (21.99) | (14.06) | (10.76) | 13.21 | 29.72 |
| | Items that will be reclassified to profit or loss | | | | | | | | | | | | |
| | (i) Exchange difference on translation of foreign operations | (192.96) | 0.72 | (120.89) | (111.07) | (51.68) | (28.95) | (57.21) | 44.73 | (47.74) | (2.41) | (14.25) | 17.39 |
| | (ii) Tax on exchange difference on translation of foreign operations | 14.40 | (11.26) | 12.02 | 0.61 | 3.59 | (4.38) | 14.40 | (11.26) | 12.02 | 0.61 | 3.59 | (4.38) |
| XI | Total Comprehensive Income for the period/year (IX+X) (Comprising Profit and Other Comprehensive Income for the period/year) | 5,503.69 | 6,074.14 | 4,426.15 | 16,579.91 | 12,068.06 | 17,335.82 | 5,511.68 | 5,176.90 | 3,723.64 | 15,400.34 | 10,925.04 | 15,295.65 |
| | Details of equity share capital: | | | | | | | | | | | | |
| XII | Paid-up equity share capital (Face value of ₹ 2/- per share) | 3,124.30 | 3,123.85 | 3,123.67 | 3,124.30 | 3,123.67 | 3,123.67 | 3,124.30 | 3,123.85 | 3,123.67 | 3,124.30 | 3,123.67 | 3,123.67 |
| XIII | Reserves | - | - | - | - | - | 82,906.77 | - | - | - | - | - | 80,464.89 |
| XIV | Earnings per equity share of ₹ 2/- each | | | | | | | | | | | | |
| | Basic (in ₹) | 3.61 | 3.85 | 2.88 | 10.67 | 7.78 | 11.18 | 3.52 | 3.25 | 2.38 | 9.84 | 7.03 | 9.84 |
| | Diluted (in ₹) | 3.60 | 3.85 | 2.88 | 10.66 | 7.78 | 11.17 | 3.53 | 3.25 | 2.38 | 9.84 | 7.02 | 9.84 |

Notes:

- 1 The Financial results have been prepared in accordance with the Ind AS notified under the Companies (Indian Accounting Standard) Rules, 2015, "as amended". The above financial results have been recommended by the Audit committee and approved by the Board of Directors at their respective meetings held on 29th January 2026.
- 2 The Company is engaged in manufacturing of AC Generators and Electric Motors for various applications, which is monitored as a single segment by the chief operating decision maker in the context of Ind AS 108, and hence no additional disclosures are required.
- 3 The consolidated financial results relate to TDPS Group. The Group consists of TD Power Systems Limited ("The Parent Company") and its wholly owned Indian and Overseas subsidiaries as follows:
 - i D F Power Systems Private Limited, India
 - ii TD Power Systems USA Inc, United States of America
 - iii TD Power Systems Europe GMBH, Germany
 - iv TD Power Systems Jenerator Sanayi Anonim Sirketi, Turkey
- 4 During the quarter ended 30th September 2019, the Company has implemented TDPSL Equity Based Compensation Plan 2019, ("Plan") through employee welfare trust after obtaining necessary approvals as per provision of the Companies Act, 2013. The employee cost on account of Employee Stock Options and Employee Stock Appreciation Rights granted as per the plan has been accounted for in the Statement of Profit & Loss and the cost of shares acquired for the purpose of the Plan has been included under Other Equity.

During the period ended 31st December 2025 (PY: 31st March 2025), 31,219 (PY: 13,511) Equity Shares of face value of ₹ 2 each were issued & allotted to the TDPSL Employee Welfare Trust (Trust) in respect of the exercise of 38,333 (PY: 14,075) ESARs by grantees. Consequently, the paid up capital of the Company as at December 31, 2025 (PY: March 31, 2025) stands at ₹ 3,124.30 Lakhs (PY: ₹ 3,123.67 Lakhs) comprising 15,62,14,831 (PY: 15,61,83,612) Equity Shares of ₹2/- each. As per the TDPSL Equity Based Compensation Plan 2019, the said shares were transferred by the Trust to the ESAR Grantees in settlement of the ESAR'S Exercised.

- 5 The net worth of the indian subsidiary continues to be positive owing to substantial reduction of accumulated losses. The Indian Subsidiary Company is awaiting improvement in market conditions to evaluate opportunities from time to time with required support from the Parent Company. Based on an assessment of risk of claims & counter claims which the Indian Subsidiary Company will have against Creditors for supply of project related equipment, as well as project cancellation, appropriate write backs have been accounted in respect of these creditors in earlier year, resulting in the Indian Subsidiary Company's Net worth turning positive. Accordingly, the financial statements of the Indian Subsidiary Company continue to be prepared on a going concern basis which is considered appropriate by the management of the Indian Subsidiary Company. However, on a conservative basis, the Parent Company has provided ₹ 300 lakhs towards possible impairment of this investment and reported under "Exceptional items" in the standalone statement of profit and loss for the quarter ended 31st March 2025.
- 6 The Government of India has consolidated 29 existing labour legislations into four comprehensive Labour Codes- namely, 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. These codes have been made effective from November 21st, 2025, however the corresponding rules are yet to be notified.

Based on the broad assessment of these codes by the management, the Company continues to be in compliance with the major provisions having financial impact. The other possible impacts from the implementation of the yet-to-be-notified rules will be reviewed on an ongoing basis. However, the management is of the opinion that impact if any is unlikely to be material.

For TD Power Systems Limited

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by NIKHIL
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Place: Bangalore

Date: 29th January 2026

Nikhil Kumar
Managing Director