

January 29, 2026

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Scrip ID: KPITTECH

Scrip Code: 542651

Kind Attn: The Manager,
Department of Corporate Services

National Stock Exchange of India Ltd.,

Exchange Plaza, C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051.

Symbol: KPITTECH

Series: EQ

Kind Attn: The Manager,
Listing Department

Dear Sir / Madam,

Subject: - Outcome of the Board Meeting held on Thursday, January 29, 2026

Ref:- Disclosure of events & information pursuant to Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Time of Commencement of the Board Meeting: 9.15 am IST.

Time of Conclusion of the Board Meeting: 12:15 pm IST.

We wish to inform you that the Board of Directors of the Company, at its meeting held today, inter alia, has approved the following: -

1. Un-audited Consolidated Financial Results and Standalone Financial Results for the quarter and nine months ended December 31, 2025.

An unqualified opinion has been issued by the Statutory Auditors on the said Financial Results.

2. Interim Dividend for the financial year 2025-26.

Interim Dividend of Rs. 2.25/- per equity share (i.e. 22.50%) of face value of Rs. 10/- each, for the financial year 2025-26 to be paid to the members of the Company within stipulated time as per the provisions of Companies Act, 2013, and the Rules made thereunder.

The **record date** for payment of said interim dividend will be **Wednesday, February 4, 2026.**

Please find the information in terms of Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") enclosed in "Annexure A".



KPIT Technologies Ltd.

Registered & Corporate Office: Plot No. 17, Rajiv Gandhi Infotech Park, MIDC-SEZ,
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CIN: L74999PN2018PLC174192

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3. Appointment of Mr. Parag Shah (DIN: 00374944), as an Additional & Independent Director, with effect from January 29, 2026.

The Company has considered Mr. Parag Shah's deep experience in building and turning around businesses, leading JVs/M&A, and scaling innovation portfolio. His expertise will support the Company to accelerate its software-defined mobility agenda. Shah can catalyze growth capital and strategic partnerships, guide institutionalization and change management across global programs, and shape platform which plays in electrification, AI/analytics, and connected solutions. Further, Mr. Shah's international exposure, board governance expertise, and industry-body networks would strengthen Company's market access, talent development, driving faster time to go-to-market and long-term value creation.

The brief profile of Mr. Shah is as follows:

Mr. Parag Shah is Founder and Partner of Amara Partners, a mid-market Private Equity fund. Amara Partners provides growth capital to businesses and supports entrepreneurs in strategy, innovation, digitization, change management, governance and business transformation.

In a career spanning over 25 years, Mr. Shah has held various positions with the Mahindra Group and in his last role, he was a Member of the Group Executive Board. Parag has extensive experience in building new businesses, turnarounds, joint ventures, mergers & acquisitions and IPOs. He was the Managing Partner of Mahindra Partners, the 1 Bn USD Private Equity and Venture Capital division of the Group that was in charge of diverse businesses like Logistics, Renewable Energy, Retail, Manufacturing (Steel components, Conveyor Systems, Boats), Consulting, Media and Healthcare. He had also set up the Group Silicon Valley office for technology investments and start-up partnerships. Parag was Chairman of GPMD program, Co-Chairman of the Group Diversity Council, Member of Group Sustainability & an Executive Committee member of various councils of Mahindra Learning University. He was the Group lead for business representation in Israel.

Mr. Shah is a Director on several companies such as Mahindra Accelo, Mahindra Waste to Energy, The Indian and Eastern Engineer Company, Global Chess League (Geneva) & PSL Media and Communication. He is also an Independent Director on the board of HDFC AMC Ltd., Lumax Auto Technologies Limited and Thermax Limited.

Mr. Shah holds a BS Degree in Computer Engineering from the Illinois Institute of Technology with special electives in Psychology and Manufacturing Technology. He is also a graduate of the General Management Program from Harvard Business School.

Mr. Shah has been an Executive Committee Member of the CII National Committee on Private Equity and Venture Capital, FICCI Solar Energy Task Force, CII National Committee on Renewable Energy, CII National Healthcare Council, American Alumni Association in addition to other external associations. He is also an angel investor & is on the Board of Trustees of The IndUS Entrepreneurs (TiE), Mumbai.



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Mr. Shah has been recognized by Economic Times & Spencer Stuart as India's Top 40 Business Leaders under the age of 40. He was also featured by India Today as 'Leaders of Tomorrow' in their anniversary issue.

Mr. Shah is affiliated with various NGO associations such as Sabarkanta Relief Committee and S&G Charitable Trust. He has also been a Founder Director of "Executives Without Borders", an NGO based in USA.

Please find the information in terms of SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, enclosed in "Annexure B".

4. Appointment of Mr. Anup Sable as Chief Operating Officer (COO) and Key Managerial Personnel of the Company.

Mr. Anup Sable is appointed as Chief Operating Officer (COO) and Key Managerial Personnel of the Company with immediate effect.

Please find the information in terms of SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, enclosed in "Annexure C".

5. Request received from two promoters for reclassification from "Promoter & Promoter Group" Category to "Public category".

The Board of Directors took note of the request letters received from two Promoters of the Company, dated January 17, 2026, seeking Reclassification of their shareholding from "Promoter/Promoter Group" to "Public Shareholder(s)" as detailed below;

Promoter	Number of Shares	% as to total Capital of Company
Ajay Shridhar Bhagwat (Outgoing Promoter)	22,03,539	0.80
Ashwini Ajay Bhagwat jointly held with Ajay Shridhar Bhagwat (Outgoing Promoter)	43,300	0.02
Total	22,03,539	0.82

The Board of Directors also noted that:

1. Outgoing Promoters were among the early founders of KPIT Technologies Limited. However, over the last two decades, they have not been associated with the day-to-day operations of the Company.
2. They have been pursuing their own independent business interests through a separate company which is engaged in design and manufacture of industrial automation products and solutions, including HMIs, PLCs, and Industrial PCs. Further they have not been members of the Board of KPIT for the past 10 years.
3. Their shareholding is now purely in the nature of a financial investment, with no managerial, strategic, or decision-making role in the Company.



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4. In light of above, their reclassification from the 'Promoter' category to the 'Public' category will not have any impact on the Company's governance, management, or control.

The Board of Directors further considered the declarations given in the said request letters received from the Outgoing Promoters as:

- a. Outgoing Promoters are not associated with the business of the Company in any manner whatsoever. They do not exercise any control over the Company, directly or indirectly, and do not have any influence over the business and policy decisions made by the Company. Further, Outgoing Promoters are not involved in the day-to-day activities of the Company.
- b. Outgoing Promoters satisfy the conditions prescribed under Regulation 31A of SEBI (LODR) Regulations, 2015, including below:
- i. together, do not hold more than 10 (ten) percent of the total voting rights of Company;
 - ii. do not exercise control over the affairs of the Company, whether directly or indirectly;
 - iii. do not have any special rights with respect to the Company through formal or informal arrangements, including through any shareholder agreements;
 - iv. are not represented in any capacity on the board of directors of the Company (including through any nominee director);
 - v. are not acting as key managerial personnel in the Company;
 - vi. are not 'wilful defaulters' as per the Reserve Bank of India guidelines; and
 - vii. are not fugitive economic offenders.

After considering the above declarations, the Board was of the view that the aforesaid requests meet the requirements specified under Regulation 31A of the SEBI (LODR) Regulations. Thereafter, the Board has approved the proposed reclassification of the promoters of the Company, from "Promoter/Promoter Group" to "Public Shareholder(s)", subject to the approval from both the Stock Exchanges i.e. BSE Limited & National Stock Exchange of India Limited.

6. **Within KPIT group, transfer of 26% shareholding in N-Dream AG (Step down Subsidiary) held by Company to KPIT Technologies (UK) Limited (wholly owned subsidiary).**

Rationale for this transfer is to bring in parity in KPIT group organization structure. Further please note that KPIT group currently holds 90% in N-Dream AG, which remains unchanged.

N-Dream AG is a Cloud based Game Aggregation Platform company, based in Switzerland. This strategic investment in N-Dream is part of KPIT's roadmap to enable Automotive OEMs enhance the driver & passenger experience in the Cockpit of the Future. KPIT will offer complementary software integration & validation services to N-Dream's Automotive clients. Both parties will collaborate towards offering value-added data products for Automotive OEMs, thereby enabling them to create additional monetizable experiences & features.



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Please find the information in terms of SEBI Circular no. SEBI/ HO/ CFD/ PoD2/C IR/ P/ 0155 dated November 11, 2024, enclosed in "Annexure D".

Un-audited Consolidated Financial Results and Standalone Financial Results for the quarter and nine months ended December 31, 2025, along with Limited Review Reports thereon and Investor Update are being sent separately. Kindly take the same on your records.

Yours faithfully,
For **KPIT Technologies Limited**



Ashish Malhotra
General Counsel & Company Secretary



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Annexure A

Particulars	Details
Series	Equity (EQ)
Book Closure/ Record date	Record date
Record date	Wednesday, February 4, 2025
Book Closure	Not Applicable
Purpose	Payment of Interim Dividend for the Financial Year 2025-26.
Corporate Action	Interim Dividend
Dividend Per Share	Rs. 2.25/- (Two Rupees Twenty Five Paisa only)
Dividend Type	Interim Dividend
Payment Date	The Interim Dividend approved by the Board of Directors at its Meeting held on Thursday, January 29, 2026, will be paid to Members of the Company within statutory timelines as per the Companies Act, 2013.
Dividend for the Financial Year from	April 1, 2025
Dividend for the Financial Year to	March 31, 2026

Annexure B

Sr. No.	Particulars	Mr. Parag Shah
1	Reason for change viz. appointment	Appointment as Additional & Independent Director
2	Date of appointment (as applicable) & term of appointment	<ul style="list-style-type: none"> Mr. Parag Shah has been appointed as Additional & Independent Director with effect from January 29, 2026. Term of appointment: 3 consecutive years from date of appointment i.e. January 29, 2026, to January 28, 2029, subject to approval of Shareholders.
3	Brief Profile (in case of appointment)	As Given above
4	For the Appointments given above Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



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Annexure C

Sl.	Particulars	Mr. Anup Sable
1	Reason for change viz. appointment	As recommended by Nomination and Remuneration (HR) Committee, Mr. Anup Sable is appointed as Chief Operating Officer (COO) and Key Managerial Personnel of the Company.
2	Date of appointment (as applicable) & term of appointment	<ul style="list-style-type: none"> Mr. Anup Sable has been appointed as Chief Operating Officer (COO) and Key Managerial Personnel of the Company with immediate effect. Term of appointment: effective as per the terms of employment with the Company.
3	Brief Profile (in case of appointment)	<p>Mr. Sable completed 30+ years with KPIT, having joined in the early days of his career and rising through increasingly strategic roles to become our Chief Operating Officer and now, Key Managerial Personnel. His role will also include transformation to solutions business including AI led transformation.</p> <p>Throughout his tenure, he has been instrumental in driving the success of most of the initiatives that have shaped our growth journey over the years. His most pivotal contribution is towards establishing Automotive Engineering footprint in KPIT 22 years ago, laying the foundation for our leadership in the sector.</p>
4	For the Appointments given above Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Annexure D

Sr. No.	Particulars	Details
1	Details and reasons for restructuring	Rationale for this transfer is to bring in parity in KPIT group organization structure. Further please note that KPIT group currently holds 90% in N-Dream AG, which remains unchanged.
2	Quantitative and/ or qualitative effect of restructuring	Not Applicable
3	Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring;	Not Applicable
4	Brief details of change in shareholding pattern (if any) of all entities	Not Applicable



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