Date: **January 31, 2026**

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051, India

Symbol: DELHIVERY

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001, India

Scrip Code: 543529

Sub: Letter to Shareholders on unaudited financial results for the quarter and nine months ended December 31, 2025

Dear Sir/ Madam,

Please find enclosed herewith the letter to shareholders dated January 31, 2026 on the unaudited financial results for the quarter and nine months ended December 31, 2025 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

This disclosure will also be hosted on the Company's website at www.delhivery.com as per the provisions of the SEBI Listing Regulations.

You are requested to take this on record.

Thank you.

Yours sincerely,
For Delhivery Limited
MADHULIKA VIPIN RAWAT
Digitally signed by MADHULIKA VIPIN RAWAT
Date: 2026.01.31 16:53:28 +05'30'
Madhulika Rawat
Company Secretary & Compliance Officer
Membership No: F8765

Encl. As above

DELHIVERY

Letter to Shareholders

Q3FY26

Dear Shareholders,

We are pleased to present our results for Q3FY26. This quarter was marked by very strong operational execution during the festive peak season, thanks to meticulous planning and significant operational improvements driven by our technology, product and data science teams that enabled us to maintain industry-leading service quality despite record volumes.

Overall revenue from services stood at Rs.2,798 Cr in Q3FY26 (18% YoY growth) with Adjusted EBITDA of Rs.147 Cr (5.3% margin), reported EBITDA of Rs.234 Cr (8.4% margin) and PAT of Rs.110 Cr. Consolidated PAT stood at Rs.40 Cr after Ecom integration costs and exceptional items (including provisions on account of the new labour code).

We delivered a record 295 million shipments in Q3FY26 (+43% YoY, +20% QoQ) as well as record volumes of 507K MT of PTL freight (+23% YoY, +6% QoQ). Q3FY26 Express Service EBITDA margin improved to 18.1% (v/s 15.6% in Q3FY25, 15.3% in Q2FY26) and PTL Service EBITDA margin improved to 11.0% (v/s 3.8% in Q3FY25, 8.5% in Q2FY26). Overall transportation (Express + PTL) Service EBITDA margin expanded to 16.4% in Q3FY26 (vs 12.8% in Q3FY25, 13.5% in Q2FY26).

In Q3FY26, our SCS division won a multi-year, pan-India contract for one of India's largest engineering companies and in Q4FY26, have begun operations for a flagship luxury home and lifestyle brand with bespoke operational requirements made feasible by our WMS and integrated network capabilities. Newer businesses made steady progress as well during the quarter. We launched our on-demand logistics service (via the Delhivery App) in Mumbai and Hyderabad, in addition to NCR, Bangalore and Ahmedabad. Delhivery International, a new, economy air-parcel service aimed at making exports cheaper for Indian SMEs went live on Delhivery One. We successfully completed our first field mission with autonomous VTOL drones in Deoria, Uttar Pradesh, performing a 12 km test medical delivery in 12 minutes. Our data team released Freight Index One, an open, national freight index with transparent access to FTL pricing for shippers, fleet owners and transporters with historical price information and forward forecasts. TransportOne TMS integration with our Supply Chain Services operations is complete and we have also onboarded 12 external clients. We will continue to invest in these new initiatives to expand our service portfolio, improve operational precision and reduce cost of logistics for our clients.

Q3FY26 adjusted EBITDA at Rs.147 Cr is the highest in our history so far, and at par with the whole of FY25. We have also crossed a milestone of Rs.1,000 Cr of service EBITDA profitability in a FY with the close of Q3. Overall, this gives us a strong base for Q4 and the year ahead and has reinforced our clients' confidence in Delhivery's differentiated operating model, execution excellence and integrated network capabilities. We will continue to remain prudent stewards of your capital and thank you for your trust in our team.

295 Mn Express Parcel shipments YoY: 43% / QoQ: 20%	**507K MT** PTL freight tonnage YoY: 23% / QoQ: 6%	**₹2,798 Cr** Revenue from services YoY: 18% / QoQ: 10%
₹147 Cr / 5.3% Adj. EBITDA(1) / Adj. EBITDA margin Q2FY26: ₹83 Cr / 3.3% Q3FY25: ₹45 Cr / 1.9%	**₹234 Cr / 8.4%** EBITDA(1) / EBITDA margin Q2FY26: ₹150 Cr / 5.9% Q3FY25: ₹102 Cr / 4.3%	**₹110 Cr / 3.8%** PAT(1) / PAT margin Q2FY26: ₹ 59 Cr / 2.2% Q3FY25: ₹ 25 Cr / 1.0%

(1) Excludes impact of Ecom integration costs and exceptional items

We have addressed key questions about operational and financial performance in Q3FY26 and future outlook below:

1. We see strong momentum in Express volumes in Q3FY26. What is your outlook for industry growth and Delhivery's market share going forward?

   We delivered a record 295 million Express parcels in Q3FY26, growth of 43% YoY and 20% QoQ. While growth in October was driven mainly by higher online consumption during the festive peak period, we continued to see high volumes throughout November and December as well. This reflects underlying growth in e-commerce as well as increase in our market share driven by best-in-class service quality, especially through the peak period and continued new clients acquisition.

   We expect e-commerce volumes to continue to grow at 15-20% annually for the medium term. For all key e-commerce customers, Delhivery remains an important, strategic partner enabling them to deliver their long-term growth and profitability targets owing to our service precision, lower return rates and lower cost of delivery. We expect to continue to gain market share as competitors face structural headwinds, including low or negative margins and poor incremental margins, escalating costs, lack of operating leverage, limited technology capabilities and capital constraints.

2. Previous peak seasons have seen Express and Heavy volumes impact PTL service quality. This season has seen record volumes in both Express as well as PTL. How were service levels managed differently this time?

   While our integrated network allows for greater overall capacity utilization, one of its inherent challenges is accurate management of capacity and therefore consistent service quality during seasonal peaks in any business line. A significant spike in Heavy volumes, for instance, could cause risk to service levels in PTL. Q3FY26 presented a particularly unique set of operational challenges, in that the e-commerce festive peak coincided with a brief peak in PTL volumes driven by GST cuts.

   In addition to detailed operational planning and training from the Delhivery Academy, this year we made significant strides with the release of an early version of our automated serviceability and capacity management systems. Our powerful data intelligence capabilities successfully orchestrated loads away from nodes operating at high utilization (and therefore high service risk) towards nodes with spare capacity, leveraging the mesh nature of the network. In addition, capacity management was integrated with key clients at node level and load was staggered on a real-time basis, enabling us to manage volume flow and utilize non-peak operational capacity effectively. As a consequence, service quality remained stable across all business lines throughout the peak period irrespective of load variation, the results of which are borne out in the record volumes processed through the quarter.

3. How have yields changed in Express business during Q3 and what is your outlook for the future?

   As stated in previous shareholder letters, change in yield in Express is a function of changes in our overall shipment mix. Yield is impacted by several underlying variables including client mix of volumes, shipment weight profiles, origin–destination profile, average haul length, mode of transport (surface/air) and payment mode (COD/FOD/Pre-paid).

   During Q3FY26, average shipment weight declined by ~26% YoY, driven by a large surge in small parcel volumes, reducing the share of Heavy shipments in our overall shipment mix. As previously communicated, changes in yield have very limited impact on profitability as weight-denominated costs also change with changes in average weight per parcel. This is clearly visible in Q3FY26 results where despite a QoQ yield reduction of 4.8%, Express Service EBITDA margin has expanded by 2.8%.

4. PTL volumes have grown consistently and faster than peers, along with improving margins. Which segments / geographies are driving the growth and the margin improvements? What is the outlook for Q4 and beyond?

   PTL customers are typically highly sensitive to delivery speed, quality metrics (damages, short deliveries) and network reach. Our efforts are directed towards ensuring that our service is best in class across all three of these dimensions (having an integrated network with Express gives us an intrinsic advantage in terms of reach and speed). Consistent service quality throughout the peak period and beyond has continued to drive SOW gains with existing customers, especially ones more sensitive to service quality than price. Additionally, we have expanded our sales team footprint outside Metro cities, enabling us to acquire new customers in new geographies. We expect service consistency and our expanding sales footprint to continue to drive volume growth in the foreseeable future as well.

   Increasing profitability has been driven by continuing improvement in yield. We have repriced unprofitable accounts and executed annual contractual pricing changes with customers. In addition, higher productivity in facility operations due to automation and technology improvements as well as greater utilization of network assets have driven operating leverage. These are expected to continue with increasing loads, thus improving Service EBITDA margins to our target levels of 16-18% over the next 5-8 quarters.

5. What progress has been made on the client pipeline in Supply Chain Services?

   We have won a pan-India, multi-year contract to implement a re-designed supply chain for one of India's largest engineering companies. In addition, our mandate with a leading luxury home & lifestyle company with bespoke requirements has also gone live in Q4. Our integrated warehousing and transportation offering with guaranteed SDD and NDD delivery targeted at direct-to-consumer (D2C) brands (similar to a "Prime" like service) has also grown, with 9 new mandates won in Q3FY26. We also continue to expand our SOW and scope of work with existing clients, especially in the automotive, e-commerce and consumer durables segments.

   In order to deepen our pipeline, we have implemented a new cross-sell program leveraging our existing relationships with Express, PTL and FTL clients to participate in regional or warehouse-specific RFQs. In addition, we are in advanced discussions with a number of leading companies in the automotive and consumer durables industries and expect some of these discussions to result in operational pilots over Q4FY26 and Q1FY27.

6. Profitability has expanded significantly in Q3 with higher network utilization. Will there be over-capacity going into Q4 or will margin levels persist?

   Transportation (Express + PTL) service EBITDA margin has expanded to 16.4% in Q3FY26 (v/s 12.8% in Q3FY25 and 13.5% in Q2FY26). For 9MFY26, Transportation service EBITDA margin stood at 15.0% (v/s 13.0% in 9MFY25).

   Profitability expansion in the second half of the year, and particularly in Q3, is a regular feature of our business given the e-commerce festive sales period in Q3 and year-end increase in PTL volumes. It is pertinent to note that due to quarterly fluctuations inherent in the Transportation business, we measure business performance on an annualised basis instead of quarterly. That said, we do not foresee any meaningful risk of capacity under-utilisation in 4Q since temporary capacity added for the 3Q festive period has been decommissioned already.

7. What is the overall Capex outlook for next FY? How confident are you about long-term Capex guidance?

Capex intensity has reduced sharply from 6.8% of revenue in FY22 to 5.2% in FY25 and is expected to further reduce during FY26. As highlighted in our Q1 shareholder letter, higher than anticipated growth, especially in PTL and SCS, may result in marginally higher capex outlays than originally planned for the year. Similarly, we continuously evaluate ownership of any of the assets that are currently leased based on the trade-off between higher Capex and higher operating margins. In addition, availability of new automation technology or trucking formats may lead to changes in our Capex plans as we induct them gradually into our network. Our strategic Capex decisions therefore continue to be made in conjunction with overall growth and returns expectations.

Given that we are currently in a high-growth operating environment, we may be required to pull forward some planned investments. This may result in FY27 capex being at almost similar levels to FY25-FY26 levels (as a % of revenue). Steady state Capex is however expected to settle at ~4.0% of revenue.

8. Can you comment on corporate overhead costs in Q3FY26 and outlook for these costs going forward?

Increase in corporate costs has been driven mainly by an increase in wages on account of business performance linked variable pay provisioning, expansion of our regional sales teams and provisioning owing to implementation of the new labour code. Marketing spends have also increased marginally, in line with our objective of increasing brand awareness, especially for consumer and SME focussed intercity and intracity businesses.

Overall corporate overheads have reduced from 9.6% of revenue in Q4FY25 to 9.1% of revenue in Q3FY26. We expect these costs to stabilize at 6-7% of revenue in the medium term.

9. What impact do we expect the new labour code implementation to have on a continuing basis?

The implementation of the new labor code stipulates a minimum base salary of 50% of total fixed wages, resulting in a one-time increase in employee-related provisions primarily towards gratuity and leave encashment. Accordingly, we have prudently provided for a one-time impact of ~Rs.21 Cr in Q3FY26 for the period up to 21st November 2025.

These costs, along with certain other provisions of the new labour code corresponding to employee health insurance and provident fund contribution, will also increase on a recurring basis, however the quantum of the same is not meaningful and has been absorbed in our operating margins.

In addition, the code requires eligible companies to contribute to a government-administered social security fund. Details regarding implementation on this matter are currently awaited, pending which, we do not have sufficient clarity to take any business action or financial provision. We believe that our overall exposure is moderated by the nature of our operating model. Our dependence on delivery agents or gig workers is relatively low compared to the industry, as our non-Express businesses (including PTL, Supply Chain Services and Truckload) do not rely on them.

Ensuring appropriate living wages, providing medical insurance, leave benefits, rewards for long service and learning, development and career progression opportunities are all integral parts of our people strategy. In alignment with this commitment, we have institutionalized comprehensive welfare frameworks that exceed statutory mandates.

We incurred an annual expenditure of ~Rs.85 Cr toward comprehensive insurance coverage for our entire employee and partner ecosystem. To further mitigate risks associated with unforeseen exigencies, we also maintain a Rs.7 Cr in-house welfare fund corpus designed to provide immediate relief during emergencies, with 10% already disbursed in CY2025. Complementing these measures, we also offer a facility for interest-free loans, specifically earmarked for medical emergencies, ensuring that employees have access to liquidity without the burden of financial exploitation.

In addition, we train our operations associates via the Delhivery Academy to choose from multiple career progression paths (continuing in their current roles as "experts" with higher mastery and associated pay, taking on basic training duties or transitioning to our capacity building organisation or taking on entry-level supervisory positions), actively fill entry level roles through internal movements of field operations associates to permanent roles and allocate stock options to all long-serving employees across all levels of the organization.

New benefits being rolled out to all staff on completion of 3 weeks of work will include medical insurance covering family, salary cover during medical exigencies, loans at preferential interest rate and scholarships for children.

10. What is the status of integration of Ecom Express? How much of the integration costs have been taken into the Delhivery P&L till 9MFY26 and what is the additional integration cost outlook for FY26 and FY27?

The integration of Ecom Express is largely complete. Client, technology and operational processes were integrated within Q2FY26 and most redundant network infrastructure and contracts were wound down within Q3FY26 largely in line with or ahead of plan. The only remaining integration activities relate to carrying forward a limited set of legacy contracts (customers & facilities). These are non-Express contracts and are expected to run off by Q1FY27, as originally planned.

We had estimated one-time integration costs of ~Rs.300 Cr at the time of deal announcement. However, as mentioned in our last shareholders' letter, we expect total integration costs to be materially lower than this estimate due to smooth transfer of revenues, assets and people.

We incurred Rs.90 Cr of one-time integration expenses in Q2FY26 and additionally Rs.35 Cr in Q3FY26, primarily towards shutdown of facilities, dismantling and transfer of automation equipment, exit from certain contractual obligations and cost of transitioning employees. We expect to incur a further Rs.20-30 Cr in Q4FY26, after which no material integration costs are anticipated.

11. How are our newer services like Delhivery Direct and Rapid Commerce scaling up?

Delhivery Rapid is currently at an annual revenue run-rate of ~Rs.15 Cr with 23 dark stores across 4 cities. We have also expanded the Rapid service for B2B fulfillment and commenced operations in Delhi NCR with our first client. We plan to scale Rapid operations up to 25 darkstores by the end of current FY.

The Delhivery Direct on-demand intra-city service is active in 5 cities and has reached an annual revenue run-rate of ~Rs.40 Cr with improved contribution margin. More than 200k shippers have used the Direct service since its launch via the Delhivery App which has been installed on ~5 million phones till date. We aim to expand to 1-2 new cities each quarter for the next 8 quarters.

12. You already have a partnership with FedEx and Aramex. How is Delhivery International different?

Delhivery International is our Economy Air Parcel service that we launched in December 2025, aimed at making global exports cheaper and more reliable for SMEs and enterprise customers. The service is offered through an integrated network of partners including airlines, clearance agents and logistics companies across the world, all seamlessly orchestrated by our Delhivery One platform. This economy service complements our existing Express Air Parcel service which we have offered for the last 5 years via our partnerships with FedEx and Aramex.

With multiple trade details being formalized (including the India-EU FTA announced recently) and increasingly as sellers diversify beyond the US market, we expect the UK & EU to become key markets. The UK FTA is expected to go live by Q1FY27 and hence our next launch market is the UK in Q4FY26. The EU, GCC, Canada & Australia are all part of the launch pipeline in FY27 with system developments and partnerships being built out for the same.

13. What are some of the strategic areas your technology teams have been working on that are now operationalized or expected to go live in the coming quarters?

Some of the critical research areas we are currently working on include span serviceability and capacity management systems, dynamic pricing, achieving complete system-direction of mid-mile operations, automation and robotics solutions to increase loading/unloading and in-facility staff and real-estate productivity.

We have been deploying agentic solutions across internal operational support as well as client and customer support workflows. Agents interpret unstructured data across customer queries, delivery associates' calls with customers or failed deliveries and guide further operational actions appropriately. This has helped us reduce return rates for e-commerce customers, improve appointment delivery and reduce in-facility dwell for PTL freight and deliver high-speed dispute and claim resolution for clients.

We have recently gone live with Delhivery Maps across our internal operations, leveraging our proprietary location data, agentic AI algorithms and curated POI data. This platform has been battle-tested over the last decade across more than 4 billion shipments and has evolved into a highly accurate location intelligence solution. Our existing enterprise solution, LocateOne, currently offers address standardization, validation, geocoding, and reverse geocoding. These features will soon benefit from enhanced accuracy and new APIs for address search and distance/ETA calculation.

Our R&D team, set up in Q3FY26, is focused on designing and developing in-house software and integrated hardware for mobile robotics and truck loading/unloading automation. These solutions are expected to be implemented for pallet movement and to reduce overall truck turnaround time across key facilities. In addition, our team is working on inducting automated storage and retrieval systems across fulfillment centers and freight service centers as well as designing in-house solutions to enhance sortation capacity and handle greater sort complexity at key origin gateways.

14. What other growth opportunities (including inorganic options) are you evaluating?

    We believe the Indian logistics market will continue to undergo consolidation for the next several years as customer requirements become increasingly sophisticated and sub-scale and inefficient players face operational and financial headwinds. As India's largest integrated logistics player, we will continue to actively explore growth avenues that further solidify our technology capabilities, service portfolio and network depth, at reasonable valuations. Our ability to absorb incremental revenues at high margins is what makes consolidation opportunities relevant for us. At the same time, each opportunity is closely evaluated against the timelines and investments required, if we had to organically achieve the same outcomes.

    In addition, we continue to build niche capabilities organically including robotics and industrial automation, strategic infrastructure, rapid commerce, same day/next day fulfillment, domestic air freight, cross border e-commerce, transportation and warehousing software and data products and actively evaluate inorganic opportunities in these areas.

    Acquisitions and strategic investments will therefore continue to be an important lever in our overall growth strategy; in the form of buyouts to drive consolidation, significant minority investments in adjacencies and seed investments in futuristic technologies. We continue to evaluate opportunities that are financially accretive to Delhivery and that enable significant long-term capability building. Evaluation of these opportunities is an ongoing activity and transactions will be disclosed as and when they cross regulatorily defined thresholds.

In addition to the FAQs covered above specific to our performance in Q3FY26, we have previously shared updates about our core businesses, steady state margin aspirations, near-term plans for new initiatives, and overall capital intensity trajectory in the shareholders' letters for Q1FY26 (Link) and Q2FY26 (Link).

Warm regards,
Delhivery Ltd.

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Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in the Company without necessary diligence and relying on their own examination of Delhivery Limited along with the equity investment risk which doesn't guarantee capital protection.