



NDR AUTO COMPONENTS LIMITED

Corporate office: Plot No.1, Maruti Joint Venture Complex, Gurugram, Haryana-122015
CIN: L29304DL2019PLC347460
Email id: contact@nacl.co.in

Website: www.ndrauto.com
Phone No.: 9643339870-74

4th February 2026

BSE Limited Corporate Relationship Deptt. PJ Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 543214	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: NDRAUTO
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SUB: OUTCOME OF THE MEETING OF BOARD OF DIRECTORS HELD TODAY, 4TH FEBRUARY 2026 AS PER REGULATION 30 AND 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

The Board of Directors of the Company at its meeting held on February 04, 2026, inter alia, has considered and transacted the following business:

1. Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has considered and approved the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended on 31st December 2025 and has noted the Limited Review Report of Auditors thereon which did not contain any qualification or adverse remark/modified opinion. The same are attached as **Annexure I**.
2. Approved the revised policy on Corporate Social Responsibility of the Company.

The Board meeting commenced at 11:50 A.M. and concluded at 12:45 P.M.

This may be treated as price sensitive information under SEBI Insider Trading Regulations.

Thanking you,

For **NDR Auto Components Limited**

Rajat Bhandari
Executive Director and Company Secretary
DIN: 02154950
Encl: As Above

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
NDR Auto Components Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of NDR Auto Components Limited (the "Company") for the quarter ended December 31, 2025 and year to date from April 01, 2025 to December 31, 2025 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of person 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 on 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. Accordingly, we do not express an audit opinion.
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 the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. **Emphasis of matter – Income Tax Search**

We draw attention to note 5 of the standalone financial results which describes the uncertainty relating to the outcome of a search conducted by the Income Tax Department in an earlier year, under Section 132 of the Income Tax Act, 1961, at certain premises of the Company including manufacturing locations and residence of few of its employees/key managerial personnel.

Our conclusion is not modified in respect of this matter.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

Amit ChughDigitally signed by Amit Chugh
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Partner

Membership No.: 505224

UDIN: 26505224ILAKOE6576

Place: Gurugram

Date: February 04, 2026

NDR Auto Components Limited

Regd. Office : Level - 5, Regus Caddie Commercial Tower, Hospitality District Aerocity, IGI Airport, New Delhi - 110037

CIN: L29304DL2019PLC347460

WEBSITE: www.ndrauto.com; E-mail: cs@ndrauto.com, Phone: +91 9643339870-74

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2025

(Rs. in lakhs, except per share data)

S. No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31-12-2025 (Unaudited)	30-09-2025 (Unaudited)	31-12-2024 (Unaudited)	31-12-2025 (Unaudited)	31-12-2024 (Unaudited)	31-03-2025 (Audited)
1	Income:						
	Revenue from operations	20,829.39	19,995.61	17,520.35	59,346.95	52,073.65	71,277.91
	Other Income	65.13	274.14	101.77	398.29	457.74	576.17
	Total income	20,894.52	20,269.75	17,622.12	59,745.24	52,531.39	71,854.08
2	Expenses						
	a) Cost of materials consumed	15,954.63	15,044.30	13,382.73	44,597.26	39,949.15	54,421.97
	b) (Increase)/Decrease in inventories of finished goods and work-in-progress	(219.25)	(145.73)	(164.33)	(386.61)	(120.96)	(158.24)
	c) Employee benefits expenses	727.00	732.19	505.98	2,114.94	1,518.61	2,161.19
	d) Finance costs	78.65	81.71	77.19	228.06	243.23	323.47
	e) Depreciation and amortisation expense	557.93	500.64	400.83	1,534.22	1,191.40	1,611.57
	f) Other expenses	2,098.81	2,188.21	1,936.77	6,589.96	5,461.59	7,520.61
	Total expenses	19,197.77	18,401.32	16,139.17	54,677.83	48,243.02	65,880.57
3	Profit before exceptional items and tax (1-2)	1,696.75	1,868.43	1,482.95	5,067.41	4,288.37	5,973.51
4	Exceptional items (refer note no. 6)	64.75	-	-	64.75	-	-
5	Profit before tax (3-4)	1,632.00	1,868.43	1,482.95	5,002.66	4,288.37	5,973.51
6	Tax expenses						
	a) Current tax	383.76	455.31	372.37	1,230.30	1,076.91	1,469.32
	b) Tax relating to earlier years	9.68	-	-	9.68	-	-
	c) Deferred tax expense/(credit)	(3.19)	23.61	(19.23)	13.04	(8.33)	(4.19)
	Total tax expense	390.25	478.92	353.14	1,253.02	1,068.58	1,465.13
7	Profit for the period/ year (5-6)	1,241.75	1,389.51	1,129.81	3,749.64	3,219.79	4,508.38
8	Other comprehensive income, net of income tax						
	Items that will not be reclassified to profit & loss in subsequent periods, net of tax	(9.25)	(1.08)	(1.71)	(11.41)	(5.08)	(4.32)
9	Total comprehensive income for the period/ year, net of tax (7+8)	1,232.50	1,388.43	1,128.10	3,738.23	3,214.71	4,504.06
10	Paid-up equity share capital (face value of Rs.10/- per share)	2,378.53	2,378.53	2,378.53	2,378.53	2,378.53	2,378.53
11	Other equity as shown in the Audited balance sheet						21,670.69
12	Earning per equity share (EPS)* (nominal value of Rs.10/- each) :						
	a) Basic (Rs.)	5.22	5.84	4.75	15.76	13.54	18.95
	b) Diluted (Rs.)	5.22	5.84	4.75	15.76	13.54	18.95
	* EPS not annualised except annual						

NOTES :

- The above standalone financial results of NDR Auto Components Limited ("the Company") have been prepared in accordance with Indian Accounting Standards (IND AS) as prescribed under section 133 of the Companies Act, 2013 read with the relevant rules and amendments thereto and the other accounting principles generally accepted in India.
- The Sales/Purchase have been recognised based on contract price with the customers/vendors which are subject to escalations and de-escalations basis annual price revision. The Company estimated such escalations and de-escalations on best estimate basis and these will be formalised by year end.
- The above standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on February 04, 2026.
- In line with the provisions of IND AS-108 - Operating Segment, the Company is engaged in the business of manufacturing of different seating systems and components for automobiles including two wheeler, which constitute single reporting business segment and the company operates only in one geographical segment -India. Accordingly, there are no separate reportable segments.
- During the financial year 2023-24, the Income Tax Department ('the department') conducted a search under section 132 of the Income Tax Act, 1961 at certain premises of the Company including manufacturing locations and residence of few of its employees/key managerial personnel. The Company received demand orders amounting to Rs. 502.20 lakhs (excluding penalties) for the Assessment Years 2020-21 to 2024-25, along with a penalty demand order of Rs. 94.68 lakhs for the Assessment Year 2022-23. The Company has filed appeals against the tax and penalty demand orders received from department with the Commissioner of Income Tax (Appeals). Subsequently, the Company has filed rectification application of Rs. 389.98 lakhs concerning the outstanding demand. During the current quarter, the Company has received a penalty demand order amounting to Rs. 47.52 lakhs for assessment year 2020-21 against which the Company is in the process to file appeal. Further the penalty proceedings for assessment year 2023-24 and 2024-25 were dropped. As per Company's own assessment and also based on legal advice, management is confident of favourable outcome for such appeals. Pending outcome of appeal proceedings, no adjustment has been made to these financial results.
- Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (collectively referred to as the 'New Labour Codes'). These legislative changes have revised the definition of wages for the purpose of computation of employee benefits and expanded the scope and eligibility of certain employee related social security benefits. Following a comprehensive assessment conducted by the Company, information currently available and consistent with the FAQs on key accounting implications arising from the New Labour Codes issued by the Institute of Chartered Accountants of India, the Company has evaluated the incremental impact resulting from the implementation of these codes. Given the materiality, regulatory-driven nature and non-recurring aspect of this impact, the Company has recognized an exceptional item in the financial results for the quarter and nine-month period ending December 31, 2025, amounting to Rs. 64.75 lakhs (which includes gratuity and compensated absences). The Company will continue to monitor developments and clarifications from the Government regarding other aspects of the New Labour Codes and will make appropriate accounting adjustments as necessary based on these developments.

For and on behalf of Board of Directors

Pranav Relan
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DATE: February 04, 2026

Pranav Relan
Whole Time Director

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
NDR Auto Components Limited**

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of NDR Auto Components Limited (the "Company") for the quarter ended December 31, 2025 and year to date from April 01, 2025 to December 31, 2025 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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 on 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. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The statement includes the results of the following entities:
 - a) Bharat Seats Limited – Associate
 - b) Toyo Sharda India Private Limited – Joint Venture
 - c) Toyota Boshoku Relan India Private Limited – Joint Venture
 - d) NDR Auto Components Safety Systems Private Limited – Subsidiary
 - e) NDR Hayashi Automotive India Private Limited – Joint Venture
 - f) NDR Auto Components South Private Limited – Subsidiary
5. 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 the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. **Emphasis of matter – Income Tax Search**

We draw attention to note 5 of the consolidated financial results which describes the uncertainty relating to the outcome of a search conducted by the Income Tax Department in an earlier year, under Section 132 of the Income Tax Act, 1961, at certain premises of the Company including manufacturing locations and residence of few of its employees/key managerial personnel.

Our conclusion is not modified in respect of this matter.

S.R. BATLIBOI & Co. LLP

Chartered Accountants

7. The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of:
- a) Two Subsidiaries, whose unaudited interim financial results include total assets of Rs. 3,127.84 lakhs as at December 31, 2025, total revenues of Rs. Nil and Rs Nil, total net profit after tax of Rs. 9.51 lakhs and Rs 17.65 lakhs, total comprehensive income of Rs. 9.51 lakhs and Rs 17.65 lakhs, for the quarter ended December 31, 2025, and the period ended on that date respectively, as considered in the statement.
 - b) Two Joint ventures (as mentioned in paragraph 4(b) & (e) above), whose unaudited interim financial results include Company's share net profit after tax of Rs. 0.98 lakhs and Rs. (17.20 lakhs), total comprehensive income of Rs. 0.98 lakhs and Rs. (17.20 lakhs), for the quarter ended December 31, 2025, and for period ended on that date respectively, as considered in the statement.

The unaudited interim financial results and other unaudited financial information of the subsidiary and joint venture have not been reviewed by their auditors and have been approved and furnished to us by the Management and our conclusion on the statement, in so far as it relates to the amounts and disclosures in respect of the subsidiary and joint venture is based on such unaudited results. According to the information and explanations given to us by the Management, these unaudited interim financial results are not material to the Company.

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

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

Amit Chugh

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per Amit Chugh

Partner

Membership No.: 505224

UDIN: 26505224CDDIDP3802

Place: Gurugram

Date: February 04, 2026

NDR Auto Components Limited

Regd. Office : Level - 5, Regus Caddie Commercial Tower, Hospitality District Aerocity, IGI Airport, New Delhi - 110037

CIN: L29304DL2019PLC347460

WEBSITE: www.ndrauto.com; E-mail: cs@ndrauto.com, Phone: +91 9643339870-74

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER & NINE MONTHS ENDED DECEMBER 31, 2025

(Rs. in lakhs, except per share data)

S. No.	Particulars	Quarter Ended					
		31-12-2025		31-12-2024		31-12-2024	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income:						
	Revenue from operations	20,829.39	19,995.61	17,520.35	59,346.95	52,073.65	71,277.91
	Other Income	69.17	80.94	101.77	209.13	313.74	432.17
	Total income	20,898.56	20,076.55	17,622.12	59,556.08	52,387.39	71,710.08
2	Expenses						
	a) Cost of materials consumed	15,954.63	15,044.30	13,382.73	44,597.26	39,949.15	54,421.97
	b) (Increase)/Decrease in inventories of finished goods and work-in-progress	(219.25)	(145.73)	(164.33)	(386.61)	(120.96)	(158.24)
	c) Employee benefits expenses	727.00	732.19	505.98	2,114.94	1,518.61	2,161.19
	d) Finance costs	78.65	81.71	77.19	228.06	243.23	323.47
	e) Depreciation and amortisation expense	557.93	500.64	400.83	1,534.22	1,191.40	1,611.57
	f) Other expenses	2,098.81	2,188.21	1,936.77	6,589.96	5,461.59	7,520.61
	Total expenses	19,197.77	18,401.32	16,139.17	54,677.83	48,243.02	65,880.57
3	Share of profit of associate	269.20	283.79	212.04	813.55	608.28	939.89
4	Share of profit of joint venture	0.98	1.16	(3.23)	(17.20)	2.44	21.52
5	Profit before exceptional items and tax (1-2+3+4)	1,970.97	1,960.18	1,691.76	5,674.60	4,755.09	6,790.92
6	Exceptional items (refer note no. 6)	64.75	-	-	64.75	-	-
7	Profit before tax (5-6)	1,906.22	1,960.18	1,691.76	5,609.85	4,755.09	6,790.92
8	Tax expenses						
	a) Current tax	385.25	456.49	372.37	1,232.97	1,076.91	1,469.32
	b) Tax relating to earlier years	9.68	-	-	9.68	-	-
	c) Deferred tax expense/(credit)	(8.12)	19.09	(19.23)	3.59	(8.33)	(4.19)
	Total tax expense	386.81	475.58	353.14	1,246.24	1,068.58	1,465.13
9	Profit for the period / year (7-8)	1,519.41	1,484.60	1,338.62	4,363.61	3,686.51	5,325.79
10	Items that will not be reclassified to profit and loss in subsequent periods						
	a) Gains/(losses) on defined benefit plans	(12.36)	(1.45)	(4.53)	(15.25)	(6.79)	(5.77)
	b) Gains/(losses) on share of other comprehensive income of associate and Joint ventures	(4.54)	0.40	(2.41)	(3.74)	(3.62)	1.09
	c) Income tax relating to items that will not be reclassified to profit and loss	3.10	0.37	1.14	3.84	1.71	1.45
	Total other comprehensive income for the period/year	(13.80)	(0.68)	(5.80)	(15.15)	(8.70)	(3.23)
11	Total comprehensive income for the period/year, net of tax (9+10)	1,505.61	1,483.92	1,332.82	4,348.46	3,677.81	5,322.56
12	Paid-up equity share capital (face value of Rs.10/- per share)	2,378.53	2,378.53	2,378.53	2,378.53	2,378.53	2,378.53
13	Paid-up equity share capital (face value of Rs.10/- per share)						27,852.45
14	Earning per equity share (EPS)* (nominal value of Rs.10/- each) :						
	a) Basic (Rs.)	6.39	6.24	5.63	18.35	15.50	22.39
	b) Diluted (Rs.)	6.39	6.24	5.63	18.35	15.50	22.39
	* EPS not annualised except annual						

NOTES :

- The above consolidated financial results of NDR Auto Components Limited ("the Company") have been prepared in accordance with Indian Accounting Standards (IND AS) as prescribed under section 133 of the Companies Act, 2013 read with the relevant rules and amendments thereto and the other accounting principles generally accepted in India.
- The Sales/Purchase have been recognised based on contract price with the customers/vendors which are subject to escalations and de-escalations basis annual price revision. The Company estimated such escalations and de-escalations on best estimate basis and these will be formalised by year end.
- The above consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 04, 2026.
- In line with the provisions of IND AS-108 - Operating Segment, the Company is engaged in the business of manufacturing of different seating systems and components for automobiles including two wheeler, which constitute single reporting business segment and the company operates only in one geographical segment -India. Accordingly, there are no separate reportable segments.
- During the financial year 2023-24, the Income Tax Department ('the department') conducted a search under section 132 of the Income Tax Act, 1961 at certain premises of the Company including manufacturing locations and residence of few of its employees/key managerial personnel. The Company received demand orders amounting to Rs. 502.20 lakhs (excluding penalties) for the Assessment Years 2020-21 to 2024-25, along with a penalty demand order of Rs. 94.68 lakhs for the Assessment Year 2022-23. The Company has filed appeals against the tax and penalty demand orders received from department with the Commissioner of Income Tax (Appeals). Subsequently, the Company has filed rectification application of Rs. 389.98 lakhs concerning the outstanding demand. During the current quarter, the Company has received a penalty demand order amounting to Rs. 47.52 lakhs for assessment year 2020-21 against which the Company is in the process to file appeal. Further the penalty proceedings for assessment year 2023-24 and 2024-25 were dropped. As per Company's own assessment and also based on legal advice, management is confident of favourable outcome for such appeals. Pending outcome of appeal proceedings, no adjustment has been made to these financial results.
- Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (collectively referred to as the 'New Labour Codes'). These legislative changes have revised the definition of wages for the purpose of computation of employee benefits and expanded the scope and eligibility of certain employee related social security benefits. Following a comprehensive assessment conducted by the Group, information currently available and consistent with the FAQs on key accounting implications arising from the New Labour Codes issued by the Institute of Chartered Accountants of India, the Group has evaluated the incremental impact resulting from the implementation of these codes. Given the materiality, regulatory-driven nature and non-recurring aspect of this impact, the Group has recognized an exceptional item in the consolidated financial results for the quarter and nine-month period ending December 31, 2025, amounting to Rs. 64.75 lakhs (which includes gratuity and compensated absences). The Group will continue to monitor developments and clarifications from the Government regarding other aspects of the New Labour Codes and will make appropriate accounting adjustments as necessary based on these developments.
- The company had discontinued recognizing its share of losses of Rs. 12.07 lakhs from its investment in Toyota Boshoku Relan India Private Limited (joint venture) after the accumulated losses exceeded the carrying amount of the investment of Rs. 0.50 lakhs. If the joint venture subsequently reports profits, the company will resume recognizing its share of profits only after the profits equal the previously unrecognized losses.
- The Consolidated financial results include the results of the company, 2 subsidiary companies, 1 associate company and 3 joint venture companies.

For and on behalf of Board of Directors

Pranav
Relan

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Pranav Relan
Whole Time Director

PLACE: Gurugram
DATE: February 04, 2026