



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: L32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

Ref.: DTTS/Sec/25-26/29

August 07, 2025

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code – 543812	To, National Stock Exchange of India Limited, "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Scrip Code - DIVGIITTS
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Sub: Outcome of Board Meeting

Ref.: Regulations 30 and 33 of the LODR Regulations

Dear Sir / Madam,

Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at their meeting held on **August 07, 2025**, inter-alia have approved:

1. Financial Results

- The Unaudited Financial Statements for the quarter ended June 30, 2025.

In compliance with the Listing Regulations, we are enclosing herewith the said Audited Financial Results and the Auditor's Limited Review Report for the quarter ended June 30, 2025.

2. Annual General Meeting

- The 60th Annual General Meeting of the Members of the Company will be held on Tuesday, September 16, 2025.

3. Appointment of Scrutinizer

- CS Rucha Kale (ACS No.: A55485, CP No. 20976) Partner Kanj. And Co. LLP Company Secretaries, Pune has been appointed as the Scrutinizer for the e-voting process for the ensuing Annual General Meeting under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

4. Record date and Cut-off date

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Board has fixed **Monday, September 08, 2025** as the cut-off date to record entitlement of the members who are entitled to receive final dividend of ₹ 2.60/- (Rupees Two and Sixty paise only) per equity share for FY 2024-25 and to cast their vote



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electronically for the business to be transacted at the ensuing Annual General Meeting of the Company.

5. Appointment of Secretarial Auditors

- Approved the appointment of peer reviewed Practicing Company Secretary, Kanj and Co. LLP (FRN: FRN P2000MH005900), as the Secretarial Auditor of the Company for a term of five (5) years, subject to the approval of the shareholders at the ensuing 60th Annual General Meeting. Brief profile of the Secretarial Auditor is enclosed as Annexure I.

6. Appointment of Internal Auditors

- Approved the appointment of Kirtane & Pandit LLP, Chartered Accountants (FRN No. 105215W/W100057) as the Internal Auditor of the Company to conduct Internal Audit for FY2025-26 and FY2026-27. Brief profile of the Internal Auditor is enclosed as Annexure II.

The said meeting commenced at 02:10 P.M. and concluded at 05:45 P.M. on **August 07, 2025**.

Kindly take the same on your record and acknowledge receipt.

Thanking you,

For Divgi TorqTransfer Systems Limited

Aniket Kokane

Company Secretary and Compliance Officer

A51571

Enclosure: As above



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Annexure I

Sr No	Requirement	Disclosure
1.	Reason for change viz., appointment, resignation, removal, death or otherwise.	Pursuant to the provision of Section 204 of the Companies Act, 2013 read with Regulation 24A of the SEBI (LODR) Regulations, 2015 including amendments thereto, M/s. Kanj and Co. LLP, Practicing Company Secretaries, Pune is appointed as the Secretarial Auditor of the Company subject to the approval of Members at their ensuing 60th AGM of the Company.
2.	Date of appointment / cessation (as applicable) and Term of appointment	Date of Appointment: August 07, 2025 Term of Appointment: M/s. Kanj and Co. LLP, Pune, a Peer-Reviewed Firm appointed as the Secretarial Auditor of the Company for the term of 5 (five) consecutive years effective from FY2025-26 to FY2029-30
3.	Brief Profile (in case of appointment)	KANJ & CO. LLP is a full-service firm providing corporate secretarial and legal services. KANJ was established in the year 2000 as KANJ & Associates whose business was taken over by KANJ & Co LLP. The firm is a blend of experienced professionals and young enthusiasts.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



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Annexure II

Sr No	Requirement	Disclosure
1.	Reason for change viz., appointment, resignation, removal, death or otherwise.	Pursuant to the provision of Section 138 of the Companies Act, 2013 read with rule 13 Companies (Accounts) Rules, 2014, including amendments thereto, M/s Kirtane & Pandit is appointed as the Internal Auditors of the Company for FY2025-26
2.	Date of appointment /cessation (as applicable) and Term of appointment	Date of Appointment: August 07, 2025 Term of Appointment: Two (2) years commencing from FY2025-26 to FY2026-27.
3.	Brief Profile (in case of appointment)	Kirtane & Pandit LLP, Chartered Accountants, (FRN No. 105215W/W100057) is an Accounting, Auditing & Consulting firm with a well-established network of financial experts across India. With extensive experience of 65+ years, we deliver a wide range of professional service in areas of Assurance, Accounting & Advisory to reputed & listed companies from various industries across the globe.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

INDEPENDENT AUDITORS' REVIEW REPORT ON QUARTERLY UNAUDITED FINANCIAL RESULTS OF DIVGI TORQTRANSFER SYSTEMS LIMITED FOR THE QUARTER ENDED JUNE 30, 2025 PURSUANT TO THE REGULATIONS 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To The Board of Directors of **Divgi TorqTransfer Systems Limited**

1. We have reviewed the accompanying Statement of unaudited Financial Results for the quarter ended June 30, 2025 (the "Statement") of Divgi TorqTransfer Systems Limited (Formerly known as Divgi TorqTransfer Systems Private Limited) (the "Company") 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.
4. Based on our review conducted and procedures performed as stated in paragraph 3 above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with 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.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

A. A. Mahadik



Amit Mahadik

Partner

Membership No. 125657

UDIN: 25125657BMLXU04614

Place: Pune

Date: August 07, 2025

Pune

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DIVGI TORQTRANSFER SYSTEMS LIMITED

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REGD OFFICE: P NO 75, GENERAL BLOCK, MIDC, BHOSARI, PUNE 411026

Email ID: companysecretary@divgi-tts.com Phone No. 020 63110114 Website: www.divgi-tts.com

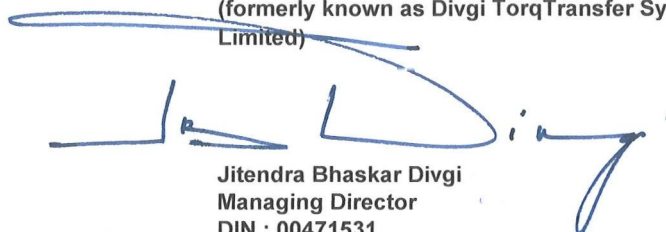
STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2025

(₹ in million, unless stated otherwise)

Sr. No	Particulars	Quarter ended			Year ended
		30-Jun-25 Unaudited	31-Mar-25 Unaudited (Refer note 6)	30-Jun-24 Unaudited	31-Mar-25 Audited
1	Income				
	(a) Revenue from operations	716.76	582.20	542.29	2,189.17
	(b) Other income	50.94	58.66	51.47	212.11
	Total Income (a+b)	767.70	640.86	593.76	2,401.28
2	Expenses				
	(a) Cost of materials consumed	306.33	258.43	243.02	936.97
	(b) Changes in inventories of finished goods and work-in-progress	(21.71)	(24.54)	(8.26)	(56.11)
	(c) Employee benefit expense	82.72	63.70	62.60	251.14
	(d) Finance Cost	0.65	1.17	0.59	3.82
	(e) Depreciation and amortization expense	69.44	70.96	57.63	251.83
	(f) Other expenses	209.48	198.00	157.49	683.59
	Total expenses (a+b+c+d+e+f)	646.91	567.72	513.07	2,071.24
3	Profit before tax (1-2)	120.79	73.14	80.69	330.04
4	Tax expenses				
	a) Current Tax	27.39	18.87	17.94	74.86
	b) Deferred Tax	4.11	0.75	3.14	11.26
	Total tax expenses (a+b)	31.50	19.62	21.08	86.12
5	Net profit for the period / year (3-4)	89.29	53.52	59.61	243.92
6	Other comprehensive Income/ (loss) (OCI)				
	Items that will not be reclassified subsequently to statement of profit or loss				
	- Gain / (loss) on remeasurement of defined benefit plans (net of tax)	(0.03)	1.61	(0.09)	(0.11)
	Other comprehensive Income / (loss) for the period / year, net of tax	(0.03)	1.61	(0.09)	(0.11)
7	Total comprehensive Income for the period / year (5+6)	89.26	55.13	59.52	243.81
8	Paid up equity share capital (Face value of ₹ 5 each)	152.91	152.91	152.91	152.91
9	Other equity (excluding revaluation reserve)	-	-	-	5,814.81
10	Earnings per equity share of face value ₹ 5 each				
	(Not annualised for the quarters)				
	(a) Basic (in ₹)	2.92	1.75	1.95	7.98
	(b) Diluted (in ₹)	2.92	1.75	1.95	7.98

See accompanying notes to the financials results

For Divgi TorqTransfer Systems Limited
(formerly known as Divgi TorqTransfer Systems Private Limited)



Jitendra Bhaskar Divgi
Managing Director
DIN : 00471531

Place : Pune

Date : August 07, 2025



DIVGI TORQTRANSFER SYSTEMS LIMITED

CIN: L32201MH1964PLC013085

REGD OFFICE: P NO 75, GENERAL BLOCK, MIDC, BHOSARI, PUNE 411026

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NOTES TO STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2025

1. The above results were reviewed and recommended to the Board of Directors by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on August 07, 2025. The same has been reviewed by Statutory Auditors.

2. The above financial results of Divgi TorqTransfer Systems Limited ("the Company") have been prepared in accordance with and complied in all material aspects with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 ("the act") read with relevant rules issued there under and in terms of Regulations 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended.

3. Details of utilisation of net Initial Public Offer (IPO) proceeds of INR 1,696 million*, are as follows:

Objects of the issue as per Prospectus	Amount to be utilised as per prospectus	Utilisation upto 30/06/2025	Unutilised upto 30/06/2025
Funding capital expenditure requirements for the purchase of equipments/ machineries of our manufacturing facilities	1,507.07	553.59	953.48
General corporate purposes*	189.55	188.34	1.21
Total	1,696.62	741.93	954.69

* Revision in General Corporate Purpose is on account of actual offer related expenditure being lower than estimated by INR 12.28 million

Net IPO proceeds which were un-utilised as at June 30, 2025 were temporarily invested in deposits with scheduled commercial banks and in monitoring agency account.

4. The Company operates in a single reportable business segment, "Auto Components and Parts".
5. These Financial Results are also available on the stock exchange websites www.bseindia.com, www.nseindia.com and on our website www.divgi-tts.com.
6. Figures for the quarter ended March,2025 as reported in the financial results are balancing figures between audited figures in respect of full financial year and unaudited year to date figure upto the end of third quarter of the relevant financial year.

For Divgi TorqTransfer Systems Limited**(formerly known as Divgi TorqTransfer Systems Private Limited)**

Jitendra Bhaskar Divgi
Managing Director
DIN : 00471531

Place : Pune
Date : August 07, 2025

