



Ref: CE/NSEBSE/BM/14022026

14<sup>th</sup> February, 2026

To,

Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services – Listing, BSE Limited, P. J. Towers, Dalal Street, Mumbai – 400 001
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**Re: Scrip Symbol: CENTUM/ Scrip Code: 517544**

Dear Sir/ Madam,

**Sub: Outcome of the Board Meeting held on 14<sup>th</sup> February, 2026**

This is in continuation to our communication letter dated 30<sup>th</sup> January, 2026 and 05<sup>th</sup> February, 2026 and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Meeting of the Board of Directors of the Company was held as scheduled today, i.e. 14<sup>th</sup> February, 2026 and the Board inter-alia took the following decisions:

1. Considered and approved the unaudited financial results (standalone and consolidated) of the Company for the third quarter ended 31<sup>st</sup> December, 2025 along with the Limited Review Report issued by M/s. S.R. Batliboi & Associates LLP, Statutory Auditors of the Company.  
The financial results are enclosed pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company approved the appointment of Mr. Ramesh Ramadurai (DIN: 07109252) as an Additional Director in the capacity of Independent Director w.e.f 14<sup>th</sup> February, 2026, for a term of five years, subject to the approval by the Shareholders of the Company.
3. Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company approved the allotment of 4,833 equity shares to those employees who have exercised their options for equity shares under the Centum - Restricted Stock Unit Plan 2021. The paid-up equity share capital of the Company has increased from Rs. 14,73,61,500 /- to Rs. 14,74,09,830 /- due to the aforesaid allotment.

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**Centum Electronics Limited**

# 44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 064, Karnataka, India

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E-mail [info@centumelectronics.com](mailto:info@centumelectronics.com) CIN - L85110KA1993PLC013869



4. Considered and approved to initiate actions relating to its material subsidiary, Centum T&S Group Société Anonyme (S.A.), France, subject to the approval of the Shareholders of the Company.

The actions may be undertaken in a manner, including but not limited to the following:

- (d) Participation in court-supervised processes
- (e) Sale or transfer of shares / investments
- (f) Divestment of business / assets

Any such action, if and once implemented in accordance with the applicable laws, may also result in restructuring of its subsidiaries and disposal of certain assets of another material subsidiary of the Company, namely Centum Electronics UK Limited.

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are enclosed as **Annexure – A and B**.

Press release is enclosed as **Annexure – C**.

The Meeting started at 13:30 hours IST and concluded at 20:00 hours IST.

Please take all the above on record and kindly treat this as compliance with regulations 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

For **Centum Electronics Limited**

**Indu H S**  
**Company Secretary & Compliance Officer**  
**ICSI Membership No. F12285**  
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  
Centum Electronics Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Centum Electronics 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.
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. We draw attention to Note 4 of the accompanying standalone financial results, which describes that subsequent to the quarter ended December 31, 2025, the management has decided to explore options for restructuring, including divestment/ filing for Redressement Judiciaire, etc. for Centum T&S Group Société Anonyme (S.A.) (a step-down subsidiary of Centum Electronics Limited) and certain underlying overseas subsidiaries. Owing to the uncertainties relating to the outcome of above, the Company has recognized impairment of Rs. 1,537.83 million towards carrying amount of its investment in Centum Electronics UK Limited, which in turn holds an investment in Centum T&S Group Société Anonyme (S.A.) and the same has been disclosed as an exceptional item in the Statement of Unaudited Standalone Ind AS Financial Results for the quarter and nine months ended December 31, 2025.

Our opinion is not modified in respect of this matter.

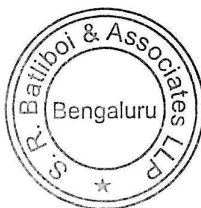
For S.R. BATLIBOI & ASSOCIATES LLP  
Chartered Accountants  
ICAI Firm registration number: 101049W/E300004

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per Navin Agrawal  
Partner  
Membership No.: 056102

**UDIN: 26056102OTIFMI6977**

Place: Bengaluru  
Date: February 14, 2026



<p style="text-align: center;"><b>Centum Electronics Limited</b>  <b>Corporate Identity Number (CIN): L85110KA1993PLC013869</b>  Regd. Office: No. 44, KHB Industrial Area, Yelahanka New Township, Bengaluru - 560 106  Phone: +91-80-41436000 Fax: +91-80-41436005  Email: <a href="mailto:investors@centumelectronics.com">investors@centumelectronics.com</a> Website : <a href="http://www.centumelectronics.com">www.centumelectronics.com</a></p>						
<b>Statement of Unaudited Standalone Ind AS financial results for the quarter and nine months ended December 31, 2025</b>						
Sl. No.	Particulars	Quarter ended			Nine months ended	
		December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
						(Rs.in million)
<b>1</b>	<b>Income</b>					
	(a) Revenue from operations					
	(i) Sales/Income from operations	2,381.59	2,055.31	1,870.95	6,280.00	5,010.15
	(ii) Other operating income	1.46	-	1.42	8.57	10.14
	(b) Other income	9.41	2.64	2.57	20.52	10.54
	(c) Finance income	17.99	23.49	5.88	63.04	18.15
	<b>Total income</b>	<b>2,410.45</b>	<b>2,081.44</b>	<b>1,880.82</b>	<b>6,372.13</b>	<b>5,048.98</b>
<b>2</b>	<b>Expenses</b>					
	(a) Cost of materials consumed	2,292.56	1,595.65	1,129.89	5,145.36	3,553.46
	(b) (Increase)/ decrease in inventories of work-in-progress and finished goods	(654.34)	(233.31)	115.70	(1,002.51)	(262.20)
	(c) Employee benefits expense	309.73	325.35	289.83	927.97	836.07
	(d) Depreciation and amortisation expenses	51.58	50.10	48.98	145.13	149.74
	(e) Finance costs	41.62	44.59	53.32	118.57	130.91
	(f) Other expenses	178.41	122.44	135.27	458.54	386.70
	<b>Total expenses</b>	<b>2,219.56</b>	<b>1,904.82</b>	<b>1,772.99</b>	<b>5,793.06</b>	<b>4,794.68</b>
<b>3</b>	<b>Profit/(loss) before exceptional items and tax expense (1-2)</b>	<b>190.89</b>	<b>176.62</b>	<b>107.83</b>	<b>579.07</b>	<b>254.30</b>
<b>4</b>	<b>Exceptional items ( refer note 4 and 5)</b>	<b>(2,041.83)</b>	<b>-</b>	<b>-</b>	<b>(2,041.83)</b>	<b>-</b>
<b>5</b>	<b>(Loss)/ profit before tax (3 ± 4)</b>	<b>(1,850.94)</b>	<b>176.62</b>	<b>107.83</b>	<b>(1,462.76)</b>	<b>254.30</b>
<b>6</b>	<b>Tax expenses</b>					
	(a) Current tax	(91.13)	93.96	(8.31)	39.13	90.24
	(b) Tax relating to earlier years	6.33	(21.11)	-	(14.78)	-
	(c) Deferred tax charge/ (credit)	11.80	(26.71)	40.28	6.19	(12.58)
	<b>Total tax expenses</b>	<b>(73.00)</b>	<b>46.14</b>	<b>31.97</b>	<b>30.54</b>	<b>77.66</b>
<b>7</b>	<b>(Loss)/ profit for the period (5± 6)</b>	<b>(1,777.94)</b>	<b>130.48</b>	<b>75.86</b>	<b>(1,493.30)</b>	<b>176.64</b>
<b>8</b>	<b>Other comprehensive income/ (expenses) (net of tax)</b>					
	(a) Other comprehensive income not to be reclassified to profit or loss in subsequent periods:					
	Re-measurements gains/ (losses) on defined benefit plans	4.44	0.54	1.23	5.52	3.64
	Income tax effect on above	(1.11)	(0.14)	(0.31)	(1.39)	(0.92)
	(b) Other comprehensive income to be reclassified to profit or loss in subsequent periods:					
	Net movement on effective portion of cash flow hedge	(4.00)	(1.84)	-	(5.38)	-
	Income tax effect on above	1.00	0.46	-	1.35	-
<b>9</b>	<b>Other comprehensive income/ (expense) for the period (net of tax)</b>	<b>0.33</b>	<b>(0.98)</b>	<b>0.92</b>	<b>0.10</b>	<b>2.72</b>
<b>10</b>	<b>Total comprehensive income for the period (net of tax) (7±9)</b>	<b>(1,777.61)</b>	<b>129.50</b>	<b>76.78</b>	<b>(1,493.20)</b>	<b>179.36</b>
<b>11</b>	<b>Paid up equity share capital</b>	<b>147.36</b>	<b>147.07</b>	<b>128.97</b>	<b>147.36</b>	<b>128.97</b>
	(Face value- Rs.10 per share)					
<b>12</b>	<b>Other equity</b>					
<b>13</b>	<b>Earnings per equity share* (of Rs. 10 each):</b>					
	(a) Basic (Rs.)	(120.42)	8.84	5.88	(101.21)	13.70
	(b) Diluted (Rs.)	(120.42)	8.83	5.82	(101.21)	13.56

\*Not annualised for the quarters



## Notes to the Unaudited Standalone Ind AS financial results for the quarter and nine months ended December 31, 2025

- Investors can view the unaudited standalone Ind AS financial results of Centum Electronics Limited ("the Company") on the Company's website [www.centumelectronics.com](http://www.centumelectronics.com) or on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) or NSE ([www.nse-india.com](http://www.nse-india.com)).
- The Company is an integrated business unit which addresses the Electronics System Design and Manufacturing ("ESDM") and accordingly there is only one reportable segment called ESDM in accordance with the requirement of Ind AS 108 - "Operating segments".
- The unaudited standalone Ind AS financial results of the Company for the quarter and nine months ended December 31, 2025 have been reviewed by the Audit Committee in their meeting on February 14, 2026 and approved by the Board of Directors in their meeting held on February 14, 2026. The statutory auditors have carried out limited review of the above results.
- The Company has investments in Centum Electronics UK Limited, which in turn has made investment in Centum T&S Group Société Anonyme (S.A.). Centum T&S Group Société Anonyme (S.A.) and its underlying overseas subsidiaries have incurred losses leading to erosion of net worth and the carrying value of the investment of Rs. 1,537.83 million was higher than the net worth of Centum T&S Group Société Anonyme (S.A.). The Company has not given any guarantees over and above the investment in this subsidiary.

Subsequent to the quarter ended December 31, 2025, the Company has decided to explore options for restructuring, including divestment/ filing for Redressement Judiciaire, etc. for Centum T&S Group Société Anonyme (S.A.) and certain underlying overseas subsidiaries, under local laws as applicable.

Pending outcome of above restructuring, the management has provided for the carrying value of its investment in Centum T&S Group Société Anonyme (S.A.) amounting to Rs 1,537.83 million and the same has been disclosed as exceptional item in the financial results for the quarter and nine months ended December 31, 2025. The management of the Company believes that there are no other obligations in this regard.

- The Company has trade receivables and advance to suppliers aggregating to Rs. 562.36 million (gross) outstanding as at December 31, 2025 from Centum E&S (Centum Equipment's ET Systems), Canada, and Centum T&S (Centum Technologies ET Solutions), Canada, step-down subsidiaries of the Company ('Canada subsidiaries').

During the quarter ended December 31, 2025, the board of directors of the Company in their meeting held on December 19, 2025, has decided to discontinue business operations of the Canada subsidiaries. The Company is in the process of making necessary regulatory filings and intimations with the relevant regulatory authorities.

Pending regulatory filings for the liquidation of Canada subsidiaries and its outcome, as a matter of prudence, the management of the Company has provided for carrying value of trade receivables and advances to subsidiaries amounting to Rs. 504.00 million and the same has been disclosed as exceptional item in the financial results for the quarter and nine months ended December 31, 2025.

- The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes as follows: Code on Wages, 2019, Code on Social Security, 2020, Industrial Relations Code, 2020 and Occupational Safety, Health and Working Conditions Code 2020 (collectively referred to as the "New Labour Codes"). The New Labour Codes are effective from November 21, 2025 and introduce changes that include, among other things, setting a uniform definition of wages. The Government is in the process of issuing related rules.

The Company has assessed the implications of the New Labour Codes and has recognized an incremental cost of Rs. 30.92 million towards employee benefits during the quarter ended December 31, 2025. The Company continues to monitor the developments pertaining to the New Labour Codes and the impact of these will be accounted in accordance with applicable accounting standards.

- During the year ended March 31, 2025, the Fund Raising Committee of the Board of Directors at its meeting held on March 10, 2025 and March 13, 2025 approved the issue and allotment of 1,810,345 equity shares having face value of Rs. 10 each through Qualified Institutional Placement ("QIP") under the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018, as amended ("SEBI ICDR Regulation") and Section 42 and 62 of the Companies Act, 2013, including the rules made thereunder (as amended) to the eligible Qualified Institutional Buyers (QIB), at the issue price of Rs. 1,160 per equity share (including a premium of Rs. 1,150 per equity share), aggregating to approximately Rs. 2,100.00 million which took into account a discount of Rs. 59.65 per equity share (i.e. within 5% of the floor price), as permitted in terms of Regulation 176 (1) of Chapter VI of the SEBI ICDR Regulations.

The aforesaid proceeds from issue of equity shares (net of share issue expenses) of Rs. 2,006.80 million needs to be utilised towards repayment/prepayment, in full or in part of certain outstanding borrowings availed by the Company and general corporate purposes. The unutilized funds from QIP amounting to Rs. 649.81 million has been placed in fixed deposits with banks and Rs. 38.20 million in current account with bank as at December 31, 2025.

- The Bengaluru Bench of the National Company Law Tribunal ("NCLT") vide its order dated October 29, 2025, has approved the Scheme of Amalgamation (the "Scheme") of wholly owned subsidiary of the Company, Centum T&S Private Limited with the Company with an appointed date of April 01, 2024, under section 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder. The said Scheme has become effective from October 29, 2025 on compliance of all the conditions precedent mentioned therein. Consequently, above mentioned wholly owned subsidiary of the Company got amalgamated with the Company w.e.f. April 01, 2024. Since the amalgamated entity is under common control, the accounting of the said amalgamation has been done applying Pooling of interest method as prescribed in Appendix C of Ind AS 103 'Business Combinations' w.e.f. the first day of the earliest period presented i.e. April 01, 2024. While applying Pooling of Interest method, the Company has recorded all assets, liabilities and reserves attributable to the wholly owned subsidiary company at their carrying value as appearing in the consolidated financial statements of the Company immediately prior to the amalgamation as per guidance given in ITFG Bulletin

The previous year / quarter figures have been restated considering that the amalgamation has taken place from the first day of the earliest period presented i.e., April 01, 2024 as required under Appendix C of Ind AS 103. Below is the summary of restatement of previous year / quarter figures:

Particulars	(Rs.in million)					
	Quarter ended		Nine months ended		Year ended	
	December 31, 2024	December 31, 2024	December 31, 2024	December 31, 2024	March 31, 2025	March 31, 2025
	Reported	Restated	Reported	Restated	Reported	Restated
Total income	1,817.38	1,880.82	4,835.56	5,048.98	7,568.33	7,826.62
Total expenses	1,693.57	1,772.99	4,522.10	4,794.68	6,856.30	7,209.58
Profit/ (loss) before tax	123.81	107.83	313.46	254.30	712.03	617.04
Profit/ (loss) for the period	91.17	75.86	232.16	176.64	527.95	456.31
Total comprehensive income for the period (net of tax)	92.09	76.78	234.88	179.36	529.57	458.14
Earnings per equity share (of Rs. 10 each):						
- Basic (Rs.)	7.07	5.88	18.00	13.70	40.66	35.14
- Diluted (Rs.)	7.00	5.82	17.82	13.56	40.31	34.84

Consequent to the amalgamation of the wholly owned subsidiary into the Company with effect from 1st April, 2024, the current tax and deferred tax expense for the year ended March 31, 2025 as recognized in the books by the Company and above wholly owned subsidiary have been recomputed. Accordingly, tax expenses for the nine months ended December 31, 2025, include reversal of current tax expenses of Rs. 21.11 million in relation to year ended March 31, 2025.

Place : Bengaluru, India  
Date : February 14, 2026



For Centum Electronics Limited

NIKHIL  
MALLAVARAPU

Nikhil Mallavarapu  
Joint Managing Director

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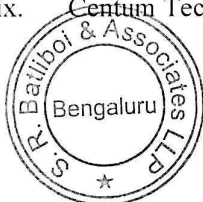
**Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Ind AS Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended****Review Report to  
The Board of Directors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

1. We have reviewed the accompanying Statement of Unaudited Ind AS Consolidated Financial Results of Centum Electronics Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") 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 Holding 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 Holding 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 Holding 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:

- i. Centum Electronics Limited (Parent / Holding Company)
- ii. Centum Electronics UK Limited
- iii. Centum T&S Group Société Anonyme (S.A.), France
- iv. Centum T&S (Centum Technologies ET Solutions), France
- v. Centum R&D (Centum Recherche Et Développement), France
- vi. Centum T&S (Centum Technologies ET Solutions), Canada
- vii. Centum E&S (Centum Équipements ET Systèmes), Canada
- viii. Centum Adetel Transportation System, France
- ix. Centum Technologies ET Solutions - Société à responsabilité limitée (SRL), Belgium



5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditor and management certified financial results referred to in paragraph 6 and 7 below, 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.
6. We draw attention to Note 9 of the accompanying consolidated financial results, which describes that subsequent to the quarter ended December 31, 2025, the management of the group has decided to explore options for restructuring, including divestment/ filing for Redressement Judiciaire, etc, for Centum T&S Group Société Anonyme (S.A.) (a step-down subsidiary of Centum Electronics Limited) and certain underlying overseas subsidiaries. Owing to the uncertainties relating to the outcome of the above, the Company has recognised impairment of goodwill of Rs. 376.23 million and intangible assets (including under development) of Rs. 196.77 million which has been disclosed as an exceptional item in the Statement of Unaudited consolidated Ind AS Financial Results for the quarter and nine months ended December 31, 2025. Pending relinquishment of control over such subsidiaries, the Company continues to consolidate the results of these subsidiaries as continuing operations.

Our opinion is not modified in respect of this matter.

7. The accompanying Statement includes the unaudited consolidated interim financial results and other financial information in respect of one subsidiary located outside India (the said subsidiary has six underlying subsidiaries), whose unaudited consolidated interim financial results includes total revenues of Rs. 946.61 million and Rs. 2,642.77 million, total net profit after tax of Rs. 157.19 million and Rs 10.96 million and total comprehensive income of Rs. 148.94 million and total comprehensive loss Rs. 113.24 million for the quarter ended December 31, 2025 and for the nine months period ended on that date respectively, (before consolidation adjustments) as considered in the consolidated financial information of the Group which has been reviewed by an independent auditor.

The independent auditor's report on consolidated interim financial information and financial results of this subsidiary has been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the report of such auditor and the procedures performed by us as stated in paragraph 3 above.

This subsidiary is located outside India whose unaudited consolidated interim financial results and other financial information has been prepared in accordance with accounting principles generally accepted in the respective countries and which has been reviewed by other auditor under generally accepted auditing standards applicable in the respective countries. The Holding Company's management has converted the consolidated financial results of this subsidiary located outside India from accounting principles generally accepted in respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.





# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

8. The accompanying Statement includes unaudited interim financial results and other financial information in respect of one subsidiary, whose interim financial results and other financial information reflect total revenues of Rs. Nil, total net profit after tax of Rs. 2.85 million and Rs. 8.29 million and total comprehensive income of Rs. 27.20 million and Rs. 248.11, for the quarter ended December 31, 2025, and for the nine months period ended on that date respectively (before consolidation adjustments).

The unaudited interim financial results and other financial information of this subsidiary has not been reviewed and has been approved and furnished to us by the management and our conclusion on the Statement, in so far as it relates to the affairs of this subsidiary is based solely on such unaudited interim financial results and other financial information. According to the information and explanations given to us by the management, these interim financial information and financial results are not material to the Group.

Our conclusion on the Statement in respect of matters stated in paras 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditor and the financial results and financial information certified by the management.

For S.R. BATLIBOI & ASSOCIATES LLP  
Chartered Accountants  
ICAI Firm registration number: 101049W/E300004



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Agarwal

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by Navin Kumar  
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Date: 2026.02.14  
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per Navin Agrawal  
Partner  
Membership No.: 056102

UDIN: 26056102SXDVPA9457

Place: Bengaluru  
Date: February 14, 2026



<p style="text-align: center;"><b>Centum Electronics Limited</b>  <b>Corporate Identity Number (CIN): L85110KA1993PLC013869</b>  Regd. Office: No.44, KHB Industrial Area, Yelahanka New Township, Bengaluru – 560 106  Phone: +91-80-41436000 Fax: +91-80-41436005  Email: <a href="mailto:investors@centumelectronics.com">investors@centumelectronics.com</a> Website : <a href="http://www.centumelectronics.com">www.centumelectronics.com</a></p>							
Statement of Unaudited Consolidated Ind AS financial results for the quarter and nine months ended December 31, 2025							
Sl.No.	Particulars	Quarter ended			Nine months ended		(Rs. in million)
		December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	Year ended March 31, 2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	<b>A. Continuing operations</b>						
1	<b>Income</b>						
	(a) Revenue from operations						
	(i) Sale/ Income from operations	3,239.99	2,733.55	2,671.28	8,518.68	7,372.33	10,902.94
	(ii) Other operating income	74.42	36.40	59.09	209.70	214.67	245.53
	(b) Other income	10.64	83.54	15.65	102.08	30.94	60.75
	(c) Finance income	17.99	23.49	6.15	63.04	19.34	25.99
	<b>Total income</b>	<b>3,343.04</b>	<b>2,876.98</b>	<b>2,752.17</b>	<b>8,893.50</b>	<b>7,637.28</b>	<b>11,235.21</b>
2	<b>Expenses</b>						
	(a) Cost of materials consumed	2,482.88	1,711.20	1,309.24	5,613.26	4,131.42	6,039.46
	(b) (Increase)/ decrease in inventories of work-in-progress and finished goods	(656.09)	(232.21)	122.26	(1,002.89)	(264.62)	(295.44)
	(c) Employee benefits expense	869.93	860.58	819.75	2,543.49	2,429.46	3,399.57
	(d) Depreciation and amortisation expenses	93.42	96.17	89.97	275.92	292.48	377.78
	(e) Finance costs	69.08	83.29	79.20	219.65	225.17	321.35
	(f) Other expenses	303.11	228.73	213.27	799.29	649.59	949.53
	<b>Total expenses</b>	<b>3,162.33</b>	<b>2,747.76</b>	<b>2,633.69</b>	<b>8,448.72</b>	<b>7,463.50</b>	<b>10,792.25</b>
3	<b>Profit/ (loss) before exceptional items and tax expense from continuing operations (1±2)</b>	<b>180.71</b>	<b>129.22</b>	<b>118.48</b>	<b>444.78</b>	<b>173.78</b>	<b>442.96</b>
4	Exceptional items (refer note 5 and 9)	(573.00)	-	(193.05)	(555.35)	(193.05)	(148.32)
5	<b>Profit/ (loss) before tax from continuing operations (3±4)</b>	<b>(392.29)</b>	<b>129.22</b>	<b>(74.57)</b>	<b>(110.57)</b>	<b>(19.27)</b>	<b>294.64</b>
6	<b>Tax expenses</b>						
	(a) Current tax	(91.13)	93.96	(8.31)	39.13	90.24	246.28
	(b) Tax relating to earlier years	6.33	(21.11)	-	(14.78)	-	1.79
	(c) Deferred tax charge/ (credit)	11.80	(26.71)	40.29	6.19	(18.00)	(92.77)
	<b>Total tax expenses</b>	<b>(73.00)</b>	<b>46.14</b>	<b>31.98</b>	<b>30.54</b>	<b>72.24</b>	<b>155.30</b>
7	<b>Profit/ (loss) after tax from continuing operations (5±6)</b>	<b>(319.29)</b>	<b>83.08</b>	<b>(106.55)</b>	<b>(141.11)</b>	<b>(91.51)</b>	<b>139.34</b>
	<b>B. Discontinued operations (refer note 8)</b>						
8	(Loss)/ profit before tax from discontinued operations	(298.21)	(40.77)	(86.42)	(389.32)	(143.01)	(158.61)
9	Tax income/ (expense) of discontinued operations	-	-	-	-	-	-
10	<b>(Loss)/ profit after tax from discontinued operations (8±9)</b>	<b>(298.21)</b>	<b>(40.77)</b>	<b>(86.42)</b>	<b>(389.32)</b>	<b>(143.01)</b>	<b>(158.61)</b>
11	<b>(Loss)/ profit for the period (7±10)</b>	<b>(617.50)</b>	<b>42.31</b>	<b>(192.97)</b>	<b>(530.43)</b>	<b>(234.52)</b>	<b>(19.27)</b>
12	<b>Other comprehensive (expenses)/ income (net of tax)</b>						
	(a) Other comprehensive income not to be reclassified to profit or loss in subsequent periods:						
	Remeasurement gains/ (losses) on defined benefit plans	4.44	0.54	1.22	5.52	3.64	2.45
	Income tax effect on above	(1.11)	(0.14)	(0.31)	(1.39)	(0.92)	(0.63)
	(b) Other comprehensive income to be reclassified to profit or loss in subsequent periods:						
	(i) Exchange (loss)/ gain on translating the financial statements of foreign operations	(10.40)	(2.24)	28.99	(28.50)	17.63	7.35
	Income tax effect on above	-	-	-	-	-	-
	(ii) Net movement on effective portion of cash flow hedge	(4.00)	(1.84)	-	(5.38)	-	-
	Income tax effect on above	1.00	0.46	-	1.35	-	-
	<b>Other comprehensive (expenses)/ income (net of tax)</b>	<b>(10.07)</b>	<b>(3.22)</b>	<b>29.90</b>	<b>(28.40)</b>	<b>20.35</b>	<b>9.17</b>
13	<b>Total comprehensive income for the period (net of tax) (10±12)</b>	<b>(627.57)</b>	<b>39.09</b>	<b>(163.07)</b>	<b>(558.83)</b>	<b>(214.17)</b>	<b>(10.10)</b>
14	<b>Total comprehensive income attributable to:</b>						
	(a) Equity holders of the parent	(622.83)	44.29	(138.96)	(528.08)	(181.50)	33.86
	(b) Non-controlling interest	(4.74)	(5.20)	(24.11)	(30.75)	(32.67)	(43.96)
	<b>Total comprehensive income for the period (net of tax)</b>	<b>(627.57)</b>	<b>39.09</b>	<b>(163.07)</b>	<b>(558.83)</b>	<b>(214.17)</b>	<b>(10.10)</b>
15	<b>Paid up equity share capital</b> (Face value - Rs 10 per share)	147.36	147.07	128.97	147.36	128.97	147.07
16	<b>Other equity</b>						3,905.16
17	<b>Earnings per equity share ('EPS')* (of Rs. 10 each) :</b>						
	<b>(a) (Loss)/ earnings per share for continuing operations</b>						
	Basic EPS from continuing operations (Rs.)	(23.37)	5.44	(6.75)	(10.93)	(5.51)	12.89
	Diluted EPS from continuing operations (Rs.)	(23.37)	5.44	(6.75)	(10.93)	(5.51)	12.88
	<b>(b) (Loss)/ earnings per share per share for discontinued operations</b>						
	Basic EPS from discontinued operations (Rs.)	(18.19)	(2.49)	(6.04)	(23.77)	(9.99)	(11.00)
	Diluted EPS from discontinued operations (Rs.)	(18.19)	(2.49)	(6.04)	(23.77)	(9.99)	(11.00)
	<b>(c) (Loss)/ earnings per share per share for continuing and discontinued operations</b>						
	Basic EPS from continuing operations and discontinued operations (Rs.)	(41.56)	2.95	(12.79)	(34.70)	(15.50)	1.89
	Diluted EPS from continuing operations and discontinued operations (Rs.)	(41.56)	2.95	(12.79)	(34.70)	(15.50)	1.88

\*Not annualised for the quarters



**Notes to the Unaudited Consolidated Ind AS financial results for the quarter and nine months ended December 31, 2025**

- 1 Investors can view the unaudited consolidated Ind AS financial results of Centum Electronics Limited ("the Group" or "the Company") on the Company's website [www.centumelectronics.com](http://www.centumelectronics.com) or on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) or NSE ([www.nse-india.com](http://www.nse-india.com)).
- 2 The Company along with its subsidiaries and associate are an integrated business unit which addresses the Electronics System Design and Manufacturing ("ESDM") and accordingly there is only one reportable segment called ESDM in accordance with the requirement of Ind AS 108 - "Operating segments".
- 3 The unaudited consolidated Ind AS financial results of the Group for the quarter and nine months ended December 31, 2025 have been reviewed by the Audit Committee in their meeting on February 14, 2026 and approved by the Board of Directors in their meeting held on February 14, 2026. The statutory auditors have carried out limited review of the above results.
- 4 During the year ended March 31, 2025, the Fund Raising Committee of the Board of Directors at its meeting held on March 10, 2025 and March 13, 2025 approved the issue and allotment of 1,810,345 equity shares having face value of Rs. 10 each through Qualified Institutional Placement ("QIP") under the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018, as amended ("SEBI ICDR Regulation") and Section 42 and 62 of the Companies Act, 2013, including the rules made thereunder (as amended) to the eligible Qualified Institutional Buyers (QIB), at the issue price of Rs. 1,160 per equity share (including a premium of Rs. 1,150 per equity share), aggregating to approximately Rs. 2,100.00 million which took into account a discount of Rs. 59.65 per equity share (i.e. within 5% of the floor price), as permitted in terms of Regulation 176 (1) of Chapter VI of the SEBI ICDR Regulations.

The aforesaid proceeds from issue of equity shares (net of share issue expenses) of Rs. 2,006.80 million needs to be utilised towards repayment/prepayment, in full or in part of certain outstanding borrowings availed by the Company and general corporate purposes. The utilised funds from QIP amounting to Rs. 649.81 million has been placed in fixed deposits with banks and Rs. 38.20 million in current account with bank as at December 31, 2025.

- 5 The Group had investment in bonds and trade receivables aggregating to Rs 193.05 million in Ausar Energy SAS ("Ausar"), an associate of Centum T&S Group Société Anonyme (S.A.) as at March 31, 2025. During the year ended March 31, 2023, the Group had entered into a call and put agreement with John Cockerill Renewables SA ("John Cockerill") for divestment of its 30.45% stake in Ausar and full recovery of the aforesaid value of bonds / receivables, after meeting certain performance conditions as stipulated in the agreement. Hence these were considered fully recoverable by the Group.

On February 4, 2025, Ausar was placed in receivership ("Redressement Judiciaire"), under French laws, allowing Ausar to continue to operate, whilst bids will be invited for takeover of Ausar and restructuring of its business and debts/obligations. John Cockerill is the bidder for takeover and has entered into negotiated agreement with management of the group.

Pending final outcome in the matter and settlement of the recovery proceedings, as a matter of prudence, the management had provided for the carrying value of its investment in bonds and trade receivables in Ausar net of recovery from John Cockerill, bidder for takeover, amounting to Rs 148.32 million and the same had been disclosed as exceptional item in the financial statements for the year ended March 31, 2025.

Further, during the quarter ended June 30, 2025, John Cockerill has agreed to pay an additional amount of Rs. 17.65 million, basis which management has reversed provision, which had been disclosed as an exceptional item in the financial results for the quarter ended June 30, 2025.

- 6 The Bengaluru Bench of the National Company Law Tribunal ("NCLT") vide its order dated October 29, 2025, has approved the Scheme of Amalgamation (the "Scheme") of wholly owned subsidiary of the Company, Centum T&S Private Limited with the Company with an appointed date of 1st April, 2024, under section 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder. The said Scheme has become effective from October 29, 2025 on compliance of all the conditions precedent mentioned therein. Consequently, above mentioned wholly owned subsidiary of the Company got amalgamated with the Company w.e.f. April 01, 2024. Since the amalgamated entity is under common control, the accounting of the said amalgamation has been done applying Pooling of interest method as prescribed in Appendix C of Ind AS 103 'Business Combinations' w.e.f the first day of the earliest period presented i.e. April 01, 2024. While applying Pooling of Interest method, the Company has recorded all assets, liabilities and reserves attributable to the wholly owned subsidiary company at their carrying value as appearing in the consolidated financial statements of the Company immediately prior to the amalgamation as per guidance given in ITFG Bulletin 9.

The previous year / quarter figures have been restated considering that the amalgamation has taken place from the first day of the earliest period presented i.e., April 01, 2024 as required under Appendix C of Ind AS 103.

Consequent to the amalgamation of the wholly owned subsidiary into the Company with effect from April 01, 2024, the current tax and deferred tax expense for the year ended March 31, 2025 as recognized in the books by the Company and above wholly owned subsidiary have been recomputed. Accordingly, tax expenses for the nine months ended December 31, 2025, include reversal of current tax expenses of Rs. 21.11 million in relation to year ended March 31, 2025.

- 7 The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes as follows: Code on Wages, 2019, Code on Social Security, 2020, Industrial Relations Code, 2020 and Occupational Safety, Health and Working Conditions Code 2020 (collectively referred to as the "New Labour Codes"). The New Labour Codes are effective from November 21, 2025 and introduce changes that include, among other things, setting a uniform definition of wages. The Government is in the process of issuing related rules.

The Holding Company has assessed the implications of the New Labour Codes and has recognized an incremental cost of Rs. 30.92 million towards employee benefits during the quarter ended December 31, 2025. The Holding Company continues to monitor the developments pertaining to the New Labour Codes and the impact of these will be accounted in accordance with applicable accounting standards.



- 8 During the quarter ended December 31, 2025, the board of directors of the Company in their meeting held on December 19, 2025, has decided to discontinue business operations of the Centum E&S (Centum Equipment's ET Systems), Canada, and Centum T&S (Centum Technologies ET Solutions), Canada, step-down subsidiaries of the Company ('Canada subsidiaries'). The Company is in the process of making necessary regulatory filings and intimations with the relevant regulatory authorities.

Pending regulatory filings for the liquidation of Canada subsidiaries and its outcome, as a matter of prudence, the management of the Company has provided for the carrying value of its assets amounting to Rs. 308.05 million and has written back liabilities amounting to Rs. 58.74 million in the financial results for the quarter and nine months ended December 31, 2025.

Consequently, the Unaudited Consolidated Ind AS financial results for the quarter and nine months ended December 31, 2025 pertains to its continuing operations only. The results for the previous year / periods have been restated accordingly and the information relating to discontinued operations of Canada subsidiaries (net of consolidation adjustments) is as below :-

Sl.No.	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from operations	95.54	136.26	83.08	321.71	279.79	405.70
2	Other income	58.74	-	-	58.74	-	-
3	Finance income	-	-	-	-	0.34	0.34
4	Total income (1+2+3)	154.28	136.26	83.08	380.45	280.13	406.04
5	Total expenses (including write offs, provisions, etc.)	452.49	177.03	169.50	769.77	423.14	564.65
6	(Loss)/ profit before tax expense (4-5)	(298.21)	(40.77)	(86.42)	(389.32)	(143.01)	(158.61)
7	Tax expenses	-	-	-	-	-	-
8	(Loss)/ profit after tax (6±7)	(298.21)	(40.77)	(86.42)	(389.32)	(143.01)	(158.61)

- 9 The Company has investments in Centum Electronics UK Limited, which in turn has made investment in Centum T&S Group Société Anonyme (S.A.). Centum T&S Group Société Anonyme (S.A.) and its underlying overseas subsidiaries have incurred losses leading to erosion of net worth.

Subsequent to the quarter ended December 31, 2025, the Group has decided to explore options for restructuring, including divestment/ filing for Redressement Judiciaire, etc. for Centum T&S Group Société Anonyme (S.A.) and certain underlying overseas subsidiaries, under local laws as applicable.

Pending outcome of above restructuring, the Group has provided for the carrying value of goodwill arising on consolidation of Rs. 376.23 million and Rs. 196.77 million towards impairment of intangible assets (including under development) and the same has been disclosed as exceptional item in the financial results for the quarter and nine months ended December 31, 2025. The management of the Company believes that there are no other obligations in this regard.

The Holding Company continues to consolidate above mentioned subsidiaries as it continues to control these entities as per Ind AS 110.

Further, this event has been determined to be non-adjusting event as per Ind AS 10 and hence the results for these subsidiaries has been disclosed under continued operations.

The following information/results relates to operation of Centum T&S Group Société Anonyme (S.A.) and its underlying overseas subsidiaries which are exploring options for restructuring as detailed above (included under continued operations):

Sl.No.	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from operations	946.61	816.47	965.28	2,642.77	2,921.45	3,862.68
2	Other income	1.23	80.34	19.23	81.57	20.21	19.61
3	Finance income	-	-	0.26	-	0.94	1.25
4	Total income (1+2+3)	947.84	896.81	984.77	2,724.34	2,942.60	3,883.54
5	Total expenses	1,029.82	968.46	990.73	2,981.49	3,036.53	4,094.69
6	(Loss)/ profit before exceptional items and tax expense (4-5)	(81.98)	(71.65)	(5.96)	(257.15)	(93.93)	(211.15)
7	Exceptional items	(573.00)	-	(193.05)	(555.35)	(193.05)	(148.32)
8	Tax expenses	-	-	-	-	-	-
9	(Loss)/ profit after tax (6±7±8)	(654.98)	(71.65)	(199.01)	(812.50)	(286.98)	(359.47)

Place : Bengaluru, India  
Date : February 14, 2026



For Centum Electronics Limited

NIKHIL  
MALLAVARAPU

Digitally signed by NIKHIL  
MALLAVARAPU  
Date: 2026.02.14 19:34:21 +05'30'

Nikhil Mallavarapu  
Joint Managing Director



**Annexure – A**

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

Particulars	Mr. Ramesh Ramadurai
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Date of Appointment	Additional Director in the capacity of Non-Executive, Independent Director of the Company for a term of 5 years with effect from 14 <sup>th</sup> February, 2026.
Brief Profile (in case appointment)	Enclosed as an Annexure.
Disclosure of relationships between directors (in case of appointment of a director)	Mr. Ramesh Ramadurai is not related to any of the Directors or Key Managerial Personnel or Promoters of the Company.
Information as required pursuant to SEBI Order dated June 14, 2018 to the Stock Exchanges and further BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24, each dated June 20, 2018	Not debarred from holding the office of director pursuant to any SEBI order or any such authority.

**Mr. Ramesh Ramadurai**

Mr. Ramesh Ramadurai is a 30+ year veteran with 3M, with a uniquely global business and cross-cultural leadership perspective. He has lived and worked in the US, the Philippines and China for close to fifteen years. During his assignment in China between 2014 and 2019, he had responsibility for 3M's industrial business across all of Asia Pacific.

He currently serves as the Managing Director of 3M India, a position he has held since June 2019. Prior to joining 3M, he worked at an offshore oil production platform, and at a leading automotive parts and two wheeler manufacturer in India.

He holds a bachelor's degree in chemical engineering from IIT Kanpur and an MBA from IIM Calcutta. He served as Chairman of the CII Karnataka State council for 2021-22. He also served as a member of the CII Southern Region Council from 2020 to 2025. He was also part of the India Advisory Council of US - India Business Council from 2022 to 2024.

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**Centum Electronics Limited**

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**E-mail** [info@centumelectronics.com](mailto:info@centumelectronics.com) **CIN** - L85110KA1993PLC013869

### Annexure – B

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Sr. no	Particulars	Description			
a.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	As on 31st March, 2025 (Rs. in Millions):			
		Particulars	Centum T&S Group Société Anonyme (S.A.), France (consolidated)	Centum Electronics Limited (consolidated)	%
		Turnover	3,862.68	11,148.47	34.65
		Net Worth	(1,078.36)	3,942.65	NA
		Particulars	Centum Electronics UK Limited	Centum Electronics Limited (consolidated)	%
		Turnover	NIL	11,148.47	NA
		Net Worth	1,483.39	3,942.65	37.62
b.	date on which the agreement for sale has been entered into	Not Applicable			
c.	the expected date of completion of sale/disposal;	The process will be undertaken in phases, subject to legal, regulatory, and procedural requirements as per applicable laws.			
d.	consideration received from such sale/disposal	Not applicable at this stage.			
e.	brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Not applicable at this stage.			
f.	whether the transaction would fall within related party transactions? If	Not Applicable			

#### Centum Electronics Limited

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	yes, whether the same is done at “arm’s length”	
g.	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not Applicable
h.	additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable
i.	details and reasons for restructuring	<p>The Material Subsidiary (along with its subsidiaries) have been facing certain financial and operational challenges. The Board has reviewed the investments of the Company in the Material Subsidiary and has decided to explore options for divestment including:</p> <ul style="list-style-type: none"> <li>• participation in court-supervised restructuring, administration insolvency, liquidation or similar proceedings under applicable law.</li> <li>• sale / transfer / disposal / lease / hive-off of assets or undertakings;</li> <li>• sale or transfer of shares / investments;</li> </ul> <p>Actions being initiated with respect to Centum T&amp;S Group Société Anonyme (S.A.), France may also include similar actions being taken in relation to its subsidiaries and Centum Electronics UK Limited, another material subsidiary of the Company.</p>
j.	quantitative and/ or qualitative effect of restructuring	<p>Provision for impairment of investments in subsidiaries at 100% - Rs. 1,537.83 million in the Standalone financials</p> <p>Provision for impairment of Goodwill at 100% - INR 376.23 million and impairment of Intangible assets – INR 196.77 million</p>

**Centum Electronics Limited**

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l.	details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring	Not Applicable
m.	brief details of change in shareholding pattern (if any) of all entities	Not Applicable



**Centum Electronics Limited**

**Corporate Identity Number (CIN) – L85110KA1993PLC013869**

**Registered Office: No.44, KHB Industrial Area, Yelahanka New Town, Bangalore – 560 106**

**Tel. No: +91 080 4143 6000 Fax No: +91 080 4143 6005**

**Email: [investors@centumelectronics.com](mailto:investors@centumelectronics.com) Website: [www.centumelectronics.com](http://www.centumelectronics.com)**

**Media Release**

**Centum Electronics Sharpens Strategic Focus and Realigns Global Portfolio; Discontinues Operations in Canada, and Plans Restructuring of French Subsidiaries**

**Bengaluru, India – February 14, 2026 – Centum Electronics Limited**, a leading Electronics System Design & Manufacturing (ESDM) company serving aerospace, defence, industrial and medical sectors, today announced a set of decisive strategic actions to sharpen its focus on high-growth, high-reliability electronics opportunities and further strengthen its financial foundation.

As part of an ongoing portfolio optimisation, the Company is streamlining its global footprint by exiting loss-making overseas operations and redeploying capital, management bandwidth and technical capabilities toward its rapidly growing core businesses. These steps reinforce Centum's long-term strategy of building scale and leadership in advanced defence, space and aerospace systems, and Electronics Manufacturing Services (EMS).

**Strategic Portfolio Realignment**

Centum's Board of Directors has approved actions relating to overseas subsidiaries that have not aligned with the Company's long-term return and growth objectives. These measures are designed to arrest losses, enhance capital efficiency and improve shareholder returns, while enabling sharper execution in priority markets.



## **Exit from Canada Operations**

Pursuant to the Board approval granted on **December 19, 2025**, the Company has discontinued operations of its Canada-based subsidiaries:

- **Centum E&S (Centum Equipment's ET Systems), Canada**
- **Centum T&S (Centum Technologies ET Solutions), Canada**

Centum has completed measures to stop further losses from these entities and has initiated closure-related actions in compliance with applicable local laws. This exit reflects disciplined capital allocation and a clear focus on value-accretive growth.

## **Restructuring of French Subsidiaries**

The Board has also approved initiating actions relating to **Centum T&S Group Société Anonyme (S.A.)**, France, and its underlying subsidiaries. The Company will evaluate options including divestment, sale or transfer of businesses, and judicial reorganisation (redressement judiciaire), in accordance with applicable local regulations.

In line with prudent accounting practices, the Company has already recognised impairment of goodwill and certain intangible assets relating to this subsidiary in its consolidated financial statements. Further, the investment carrying value has been fully provided for in the standalone financial statements. These provisions have been disclosed as exceptional items in the financial results for the quarter and nine months ended **December 31, 2025**.

Management believes that adequate provisions have been made and does not expect any further material financial impact beyond what has already been recognised.

## **Strengthening Centum's Strategic Focus**

Despite these restructuring actions, Centum Electronics continues to experience robust growth in its core ESDM business in India, particularly across the aerospace, defence, industrial, and medical electronics segments. The company remains resolutely focused on:

- High-reliability electronics products and services
- Moving up the value chain and build or maintain leadership in defence, aerospace, and space systems with differentiated solutions in areas such as radar, satellite, and electronic warfare
- Expanding its EMS business across new products, customers, and segments, including Defence, Aerospace, Industrial, Energy, Medical, and Mobility

- Leveraging India's policy push for 'Make in India' to design and manufacture cutting-edge products domestically, and also by forging strategic partnerships with global leaders

These steps are part of Centum's broader strategy to sharpen its global structure, enhance operational efficiency, and accelerate growth in high-margin areas.

These initiatives collectively reinforce Centum's ambition to be a trusted long-term partner to global and domestic customers while creating sustainable value for shareholders.

### **Management Commentary**

Commenting on the development, **Nikhil Mallavarapu, Joint Managing Director, Centum Electronics Limited**, said:

*"These actions reflect a clear and deliberate strategy to simplify our global structure and sharpen our focus on core, high-value ESDM opportunities. By decisively addressing non-performing overseas operations, we are strengthening our balance sheet, improving return metrics and freeing up capital to invest in areas where we see strong, long-term growth potential."*

*"India's high-reliability electronics markets present a compelling multi-year opportunity. With a streamlined portfolio, strong fundamentals and disciplined execution, Centum is well positioned to scale its business, move up the value chain and deliver sustainable value to customers and shareholders."*

### **Financial Information and Investor Engagement**

The Results and Earnings Presentation for the quarter ended **December 31, 2025**, prepared under Ind AS, along with segment information, are available in the Investor Relations section of the Company's website:

<https://www.centumelectronics.com/investor-relations/>

The earnings conference call will be held on **Monday, February 16, 2026 at 11:00 AM (IST)** to discuss the Company's performance. Details for participation are available on the Company's website.

### **Safe Harbor Statement**

This press release contains forward-looking statements that involve risks and uncertainties. Actual results may differ materially due to various factors including changes in economic conditions, government policies, market dynamics and other

risks beyond the Company's control. The Company undertakes no obligation to update or revise any forward-looking statements.

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