Annexure - I

to Directors' Report to the Shareholders – 2025-26

Information pursuant to Section 134(3)(m) of the Companies Act, 2013

A CONSERVATION OF ENERGY

I. Measures taken in the year 2025-26:

i. Optimal utilization of plant and equipment to enhance operational efficiency and reduce energy intensity.

ii. Conversion of non-bankable wind power arrangements into bankable wind power facilities to reduce power cost.

iii. Implementation of fixed load reduction initiatives through energy efficient projects such as installation of EC fans, compressor pressure band optimization, and deployment of waste heat recovery systems.

iv. Utilization of green power purchases through the Indian Energy Exchange (IEX).

v. Deployment of smart automation solutions, reliability enhancement measures, and material flow optimization to improve overall energy performance.

vi. Conversion of fuel based heating systems to electrical based heating systems in cooking applications.

vii. Increased substitution of Liquefied Petroleum Gas (LPG) with Piped Natural Gas (PNG), leading to improved efficiency and reduced emissions.

The above initiatives have resulted in an annual energy cost savings of ₹ 5.69 crore, along with an emission reduction of about 428 tCO_2e.

In recognition of the Company's strong focus on energy management, all Indian manufacturing sites achieved ISO 50001 Energy Management System certification during FY 2025–26. Further, for exemplary energy management and conservation practices, the Company was conferred the Platinum Award for Excellence in Energy Management by the Society of Energy Engineers and Managers (SEEM).

II. Proposed measures during the year 2026–27:

i. Expansion of green power procurement through IEX across all locations.

ii. Continued implementation of energy efficient projects across manufacturing operations.

iii. Deployment of renewable energy through Solar Power Purchase Agreements (PPA) at the IQL facility.

iv. Additional wind energy procurement for the Hosur plant and new project expansions

v. Transition to natural gas usage at the Hosur and HP plants, leading to both emission reduction and cost savings.

vi. Enhancement of on-site solar power capacity at the HP plant.

The above measures are expected to deliver annual cost savings of approximately ₹ 4.3 crore and achieve an estimated emission reduction of about 1,600 tCO_2e.

III. Steps taken for utilizing alternate sources of energy during the year 2025–26:

Renewable energy constituted 96.9% of the Company's total electricity consumption during the year. The renewable energy mix comprised:

- 75% from wind energy
- 7.9% from in-house rooftop solar power installations
- 2.1% from third party green power procured through IEX
- 11.9% of energy offset through International Renewable Energy Certificates (I RECs)

These initiatives underscore the Company's sustained commitment to clean energy transition and carbon footprint reduction.

IV. Capital investment in energy conservation equipment:

During FY 2026–27, the Company proposes to focus on improving process plant utilization and implementing advanced energy efficient technologies, including heat pumps, conversion of fuel based heating systems to electrical heating, and waste heat recovery systems, aimed at reducing fixed energy loads and carbon emissions.

The Company plans to invest approximately ₹ 4.4 crore during FY 2026–27 towards the implementation of heat pumps, waste heat recovery systems, planned energy efficient projects, and process utilisation improvement initiatives.

B TECHNOLOGY ABSORPTION FOR 2025-26 & FUTURE PLAN OF ACTION

During FY 2025–26, the Company strengthened its focus on clean, connected, and future ready mobility through sustained in-house development and systematic absorption of advanced vehicle technologies. Strong R&D capabilities enabled the conversion of emerging technologies into production ready solutions aligned with evolving customer expectations and global requirements. Technology development spanned internal combustion engines, electric mobility, electronics, software, and connected platforms, with emphasis on advanced electronics architectures, rider assistance systems, powertrain efficiency, modular platforms, and software enabled features, resulting in improved product robustness and shorter development cycles.

In the premium motorcycle segment, the TVS Apache RTX 300 marked the Company's entry into the adventure touring category and showcased a new level of platform and system integration. Built around a newly developed 299 cc powertrain, the motorcycle balances performance, durability, and ride comfort across highways and varied terrain. Its adventure focused chassis geometry, validated through simulation and testing, delivers stability, predictable handling, and load carrying capability. Advanced electronics and digital systems enable connected features and an improved human–machine interface, enhancing rider information and touring comfort, while compatibility with Android Auto and AR enabled HUD helmets supports navigation, alerts, and vehicle notifications for improved situational awareness.

The 20 year legacy of the Apache brand was celebrated through limited edition anniversary models featuring premium hardware and distinctive styling, reflecting continuous evolution in performance, chassis dynamics, electronics, and safety. Further strengthening the Apache range, new top end Apache RTR 160 4V and RTR 200 4V variants were introduced with Class D LED projector headlamps, full LED lighting, a 5 inch TFT SmartXonnect digital cluster with Bluetooth connectivity, voice assist, navigation, and ride analytics, along with traction control systems and advanced ECU calibration, reinforcing Apache's technology driven performance positioning.

In the scooter segment, TVS expanded its electric portfolio with the TVS Orbiter, a compact urban electric scooter developed on an optimized powertrain architecture focused on efficiency and packaging. Powered by a 2.5 kW electric motor with optimized battery management and control strategies, the Orbiter delivers segment leading claimed range and consistent city performance through energy efficient ride modes and regenerative braking. Intelligent packaging enables 34 litre under seat storage, while 14 inch alloy wheels and full LED lighting improve ride stability, safety, and energy efficiency. The TVS NTorQ 150 further demonstrated the Company's capability in performance oriented tuning, advanced electronics, and connected technologies within the hyper scooter category.

In commercial mobility, the TVS Armado cargo three wheeler was developed to meet rigorous business requirements, emphasizing durability, high load carrying capability, and powertrain reliability through a reinforced chassis, oil cooled engine, digital instrumentation, and LED lighting. Advancing electric commercial solutions, the TVS King Kargo HD EV integrated a high energy electric powertrain, load optimized vehicle architecture, fast charging capability, and connected fleet technologies, with development focus on thermal management, consistent performance, connectivity, and reduced total cost of ownership for urban and semi urban logistics.

Across segments, the R&D organization accelerated work in high energy battery systems, thermal solutions, vehicle connectivity, software driven features, data analytics, and OTA readiness, supported by simulation led development, extensive validation, and digital engineering tools. These efforts reinforce the Company's commitment to electric mobility, smart connected vehicles, enhanced product experience, and safety, strengthening long term competitiveness and sustainable growth.

C. DATA RELATING TO IMPORTED TECHNOLOGY

Technology imported during the last 3 years reckoned from the beginning of the financial year – NIL

Expenditure on Research & Development – ₹ 1,253.94 crores

D. FOREIGN EXCHANGE ACTUAL EARNINGS AND OUTGO

1. Export activities:

During the year, export of two-wheeler was 14.26 lakh units and three-wheeler was 1.58 lakh units.

2. Total foreign exchange earned and used:

Particulars	Rupees in Crores
Foreign exchange used	5,724.55
Foreign exchange earned	10,468.51

For and on behalf of the Board of Directors

Singapore
13th May 2026

SUDARSHAN VENU
Chairman and Managing Director
DIN: 03601690

Annexure - IV

to Directors' Report to the shareholders – FY 2025-26

Particulars of Corporate Social Responsibility activities carried out by the Company in terms of Section 135 of the Companies Act, 2013

1. Brief outline on CSR Policy of the Company:

This policy encompasses the Company's philosophy for giving back to society as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for the transformation and sustainable development of the rural communities at large.

2. Composition of CSR Committee:

Sl. No.	Name of the Director (M/s.)	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Venu Srinivasan	Chairman	1	1
2.	Sudarshan Venu	Member	1	1
3.	Vijay Sankar	Member	1	1

3.	Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the company.	www.tvsmotor.com Web-link is provided in page no. 227 of this Annual Report.
4.	Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.	Not Applicable
5.	(a) Average net profit of the company as per section 135(5).	₹ 2,799.13 Cr
	(b) Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013.	₹ 55.99 Cr
	(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	(d) Amount required to be set off for the financial year, if any	Nil
	(e) Total CSR obligation for the financial year (5b+5c-5d).	₹ 55.99 Cr
6.	(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	₹ 56.37 Cr
	(b) Amount spent in Administrative Overheads	Nil
	(c) Amount spent on Impact Assessment, if applicable	Not Applicable
	(d) Total amount spent for the Financial Year (a+b+c)	₹ 56.37 Cr

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6) of the Act, 2013		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) of the Act, 2013		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
56.37 Cr	Not Applicable				

(f) Excess amount for set off, if any

Sl. No.	Particulars	(Amount in ₹)
(i)	Two percent of average net profit of the Company as per Section 135(5)	55.99 Cr
(ii)	Total amount spent for the financial year	56.37 Cr
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.38 Cr
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.38 Cr

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years (FY 2024-25, FY 2023-24, FY 2022-23)

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
Not Applicable								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/ acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through CSR amount spent in the financial year :

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent (in ₹ crore)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if Applicable	Name	Registered address
Not Applicable							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable

For and on behalf of the Board of Directors

VENU SRINIVASAN
Chairman Emeritus & Managing Director
and Chairman of the CSR Committee
DIN: 00051523

Chennai
13th May 2026

Annexure - V

to Directors' Report to the shareholders – FY 2025-26

COMPARATIVE ANALYSIS OF REMUNERATION PAID TO DIRECTORS AND EMPLOYEES WITH THE COMPANY'S PERFORMANCE

	Name of the Director (M/s.)	Designation	Ratio to Median Remuneration	% increase / (Decrease) in remuneration
1	Sudarshan Venu	CMD	1:436	46%
	Venu Srinivasan	CE & MD	1:20	200%
	K N Radhakrishnan*	D & CEO	1:197	33%
	Shailesh Haribhakti	NE-ID	1:4	75%
	Vijay Sankar	NE-ID	1:4	71%
	B Sriram	NE-ID	1:4	50%
	Kalpana Unadkat (w.e.f. 15.12.2025)	NE-ID	1:1	NA
	Ravindran Shanmugam (w.e.f. 13.05.2026)	NE-ID	NA	NA
	K Gopala Desikan*	CFO	1:53	19%
	K S Srinivasan	CS	1:5	9%
	CMD - Chairman and Managing Dierctor	CE & MD - Chairman Emeritus and Managing Director		
	D&CEO - Director & Chief Executive Officer	CFO - Chief Financial officer; CS - Company Secretary		
	NE-ID - Non-Executive Independent Director			
	The percentage increase in the median remuneration of employees in the financial year		6%	
2	The number of permanent employees on the rolls of company;		6850	
3	a. Average percentile increase already made in the salaries of employees other than the managerial personnel in the financial year 2025-26		13%	
4	b. Average percentile increase in the managerial remuneration in the financial year 2025-26		44%	
	There are no exceptional circumstances for increase in the managerial remuneration. *The remuneration excludes perquisites relating to the stock options exercised during the FY 2025-26 Prof. Sir Ralf Dieter Speth and Dr. Deepali Pant Joshi ceased to be Directors effective 22nd August 2025 and 6th November 2025, respectively. Accordingly, disclosure under this section is not applicable.			
5	Affirmation that the remuneration is as per the remuneration policy of the company.		Remuneration paid during the year 2025-26 is as per the Remuneration Policy of the Company	

For and on behalf of the Board of Directors

SUDARSHAN VENU
Chairman and Managing Director
DIN: 03601690

Singapore
13th May 2026