

VKL/C&L/2026/03

January 24, 2026

To,

Department of Corporate Relationship BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 Scrip Code: 511431	Corporate Relationship Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: VAKRANGEE
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Dear Sir/Madam,

Sub.: Outcome of Board Meeting held on January 24, 2026

In terms of provision of Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") along with other applicable regulations, if any, as amended from time to time, this is to inform you that the Board of Directors of the Company ("Board") at its Meeting held today i.e. **Saturday, January 24, 2026**, has inter-alia, considered and approved the following businesses:

1. Un-audited (Standalone & Consolidated) Financial Results for the Quarter and Nine months ended December 31, 2025

We hereby enclose the copy of Un-audited (Standalone & Consolidated) Financial Results for the Quarter and Nine months ended December 31, 2025, along with the Limited Review Report of M/s. S.K. Patodia & Associates LLP, Chartered Accountants, statutory auditors of the Company in respect of the said Financial Results as **Annexure-I**.

2. Appointment of Mr. Aditya Jani as the Chief Financial Officer of the Company (CFO) designated as Key Managerial Person (KMP)

Upon recommendation of the Nomination and Remuneration and Compensation Committee and the Audit Committee, the Board approved the appointment of Mr. Aditya Jani as the Chief Financial Officer (CFO) and designated him as a Key Managerial Personnel (KMP) of the Company with effect from January 24, 2026. He shall be authorized to determine the materiality of events or information and to disseminate the same to the Stock Exchanges.

The detailed disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/POD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure - II**.



Vakrangee Limited "Vakrangee Corporate House", Plot No.93,
Road No.16, M.I.D.C. Marol, Andheri (East), Mumbai - 400093, Maharashtra,
W: www.vakrangee.in | L:+91 22 2850 3412/+91 22 6776 5100
F: +91 22 28502017 | CIN: L65990MH1990PLC056669``

The Board Meeting commenced at 02.00 P.M. and concluded at 03:30 P.M.

Thanking you,
Yours faithfully,
For Vakrangee Limited

Amit Gadgil
Company Secretary & Compliance Officer
(Mem. No.: A49442)

S K Patodia & Associates LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Standalone Unaudited Financial Results of Vakrangee Limited for the Quarter and Nine Months ended December 31, 2025 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors of
VAKRANGEE LIMITED**

1. We have reviewed the accompanying statement of standalone unaudited financial results of **Vakrangee Limited**, ("the Company") for the quarter and nine months ended December 31, 2025 ("the Statement"), 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. This Statement, which is the responsibility of the Company's management has been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on January 24, 2026, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and other accounting principles generally accepted in India. 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 Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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 specified under Section 143(10) of the Companies Act, 2013 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 the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S K Patodia & Associates LLP
Chartered Accountants
Firm's Registration No: 112723W/W100962

DHIRAJ
RAJENDRA
LALPURIA


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RAJENDRA LALPURIA
Date: 2026.01.24 15:22:19
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Dhiraj Laluria
Partner
Membership No. 146268
UDIN : 26146268TFXBQB3469

Place : Mumbai
Date : January 24, 2026

Registered Office : Unit No. 202, 2nd Floor, Sumer Plaza, Marol, Andheri (East), Mumbai - 400 059
Tel.: +91 22 6707 9444 | Email : info@skpatodia.in | Website : www.skpatodia.in

(LLP Identification No : ACE - 4113)
(S K Patodia & Associates (a partnership firm) converted into S K Patodia & Associates LLP with effect from December 15, 2023)



VAKRANGEE LIMITED

VAKRANGEE CORPORATE HOUSE, PLOT NO. 93, ROAD NO. 16,

M.I.D.C., MAROL, ANDHERI (EAST), MUMBAI - 400 093. INDIA

CIN : L65990MH1990PLC056669

PHONE : 022 6776 5100

E-mail : info@vakrangee.in Website : www.vakrangee.in

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

(₹ in Lakhs)

S.No.	Particulars	For the Quarter ended			For the nine months ended		For the Year ended
		31-Dec-25 (Un-audited)	30-Sep-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Dec-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Mar-25 (Audited)
		(1)	(2)	(3)	(4)	(5)	(6)
1	Income						
	Revenue from operations	4,754.01	4,412.71	4,621.04	13,911.31	13,838.99	18,206.50
	Other Income	101.75	68.05	64.92	232.93	203.76	287.72
	Total Income	4,855.76	4,480.76	4,685.96	14,144.24	14,042.75	18,494.22
2	Expenses						
	Purchase of stock in trade and other operating expenditure	3,188.46	2,930.57	3,242.76	9,429.59	9,918.68	12,867.26
	Changes in inventories of stock-in-trade	23.03	(10.69)	1.80	13.93	9.22	(5.79)
	Employee benefits expense	475.01	517.07	603.94	1,422.46	1,631.96	2,125.39
	Finance costs	23.01	23.21	23.06	68.86	86.19	109.35
	Depreciation and amortisation expense	412.62	406.56	388.10	1,208.89	1,155.22	1,532.47
	Other expenses	242.30	277.50	170.71	751.89	507.86	738.15
	Total expenses	4,364.43	4,144.22	4,430.37	12,895.62	13,309.13	17,366.83
3	Profit before tax & Exceptional item (1-2)	491.33	336.54	255.59	1,248.62	733.62	1,127.39
4	Exceptional Item	-	13.97	-	13.97	-	-
5	Profit before tax (3+4)	491.33	350.51	255.59	1,262.59	733.62	1,127.39
6	Tax expense						
	Current tax	126.35	102.80	73.51	348.51	221.01	326.15
	Deferred tax	(6.95)	21.66	(8.03)	22.02	(22.41)	(14.37)
	Total tax expenses	119.40	124.46	65.48	370.53	198.60	311.78
7	Profit for the period / year (5-6)	371.93	226.05	190.11	892.06	535.02	815.61
8	Other comprehensive income (OCI) / (expenses)						
	Items that will not be reclassified to profit or loss						
	Remeasurement of net defined benefit obligations (net of taxes)	-	-	-	-	-	(64.86)
	Total other comprehensive income / (expenses) for the period / year	-	-	-	-	-	(64.86)
9	Total comprehensive income for the period / year (7+8)	371.93	226.05	190.11	892.06	535.02	750.75
10	Paid up equity share capital (face value ₹ 1/- each)	10,831.92	10,831.92	10,831.88	10,831.92	10,831.88	10,831.92
11	Other Equity excluding revaluation reserves						5,568.36
12	Earnings per share (EPS) in ₹ (not annualised)						
	(a) Basic	0.03	0.02	0.02	0.08	0.05	0.08
	(b) Diluted	0.03	0.02	0.02	0.08	0.05	0.07

Vakrangee Limited

Notes to the standalone unaudited financial results for the quarter and nine months ended December 31, 2025:

- 1 The above standalone unaudited financial results for the quarter and nine months ended December 31, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on January 24, 2026. The statutory auditors of the Company have reviewed the above standalone financial results for the quarter and nine months ended December 31, 2025.
- 2 These results have been prepared on the basis of standalone financial statements, which are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 3 During the quarter ended December 31, 2025, the Company has not granted any new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 4 The members of the Company, at an extraordinary general meeting held on January 15, 2025, approved the preferential allotment of 35,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 28 per warrant in the Non-Promoter Category, by passing a Special Resolution. As per Special Resolution, passed by the members, an amount equivalent to twenty five per cent of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining seventy five per cent of the consideration shall be payable on the exercise of options against each such warrant. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Company.

Further, the Board of Directors vide their circulation dated June 6, 2025, have approved the withdrawal of In-Principle of application for the above 35,00,000 preferential allotment of warrants convertible into equity shares.

5 The members of the Company on March 9, 2024, through the postal ballot, approved the preferential allotment of 4,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 27 per warrant in the Non-Promoter Category and 2,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 27 per warrant in the Promoter Category, by passing a Special Resolution. As per Special Resolution, passed by the members, an amount equivalent to twenty five per cent of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining seventy five per cent of the consideration shall be payable on the exercise of options against each such warrant. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Company.

In terms of the Chapter V, Regulation 162 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the conversion period for the warrants has expired upon completion of 18 months from the allotment date of warrants. Accordingly, the application money received against such warrants which are pending for allotment amounting to ₹ 2,503.55 lakhs stands forfeited. Thus, such forfeited amount has been transferred to the Capital Reserve as per the prescribed accounting treatment.

6 The Company has filed a Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench-IV on October 28, 2025 seeking consolidation of every 1,08,31,91,807 fully paid-up Equity Shares of face value of ₹ 1/- each into 10,83,19,180 fully paid-up Equity Share of face value of ₹ 10/-. The said Company Petition was admitted by the Hon'ble Tribunal on December 11, 2025. Pursuant to the order dated December 11, 2025, passed by the Hon'ble Tribunal, the Company has duly made newspaper publications of the next date of hearing i.e. January 29, 2026 in two newspapers, namely "Financial Express" (Mumbai Edition) in the English language and "Navshakti" (Mumbai Edition) in the Marathi language.

Also, adhering to the direction of the said order, Company has served the notice of hearing upon Regional Director, Western Region, and upon concerned Registrar of Companies, Maharashtra, Mumbai, National Stock Exchange of India Limited and BSE Limited on January 8, 2026 asking for any representations in the said petition.

7 The Company's activities predominantly comprise providing various services through Vakrangee Kendra. Considering the nature of the Company's business and operations, there is only one reportable operating segment i.e. Vakrangee Kendra.

8 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.

9 The above results of the Company are available on the Company's website www.vakrangee.in and also on www.bseindia.com and www.nseindia.com.

For and on behalf of the Board of Directors

Digitally signed by DIVYA DINESH NANDWANA
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Divya Nandwana
Executive Chairperson & Whole-time Director
DIN : 08085537

Place : Mumbai

Date : January 24, 2026

S K Patodia & Associates LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Consolidated Unaudited Financial Results of Vakrangee Limited for the Quarter and Nine Months Ended December 31, 2025 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors of
VAKRANGEE LIMITED**

1. We have reviewed the accompanying Statement of consolidated unaudited financial results of **Vakrangee Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2025 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("the Listing Regulations").
2. This Statement, which is the responsibility of the Parent's Management has been reviewed by the Parent's Audit Committee and approved by the Parent's Board of Directors in their meeting held on January 24, 2026, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ("Ind-AS") and other accounting principles generally accepted in India. 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 Engagement (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 the Parent Company's personnel 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 specified under Section 143(10) of the Companies Act, 2013 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 Circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, as amended, to the extent applicable.

4. The Statement includes the results of the Parent and following entities:

Sr. No.	Name of the Entity	Relationship with the Parent
1	Vakrangee Finserve Limited	Wholly owned subsidiary
2	Vakrangee Digital Ventures Limited	Wholly owned subsidiary
3	Vakrangee E-Solutions Inc. (Philippines)	Wholly owned subsidiary
4	Vortex Engineering Private Limited	Subsidiary (w.e.f. June 4, 2024)

5. **Emphasis of Matter**

We draw attention to Note 5 to the Statement, which describes the impact of the restatement of comparative figures of Vortex Engineering Private Limited for the year ended March 31, 2025, related to recognition of share-based payments amounting to ₹ 19.03 lakhs.

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

Registered Office : Unit No. 202, 2nd Floor, Sumer Plaza, Marol, Andheri (East), Mumbai - 400 059
Tel.: +91 22 6707 9444 | Email : info@skpatodia.in | Website : www.skpatodia.in

(LLP Identification No : ACE - 4113)
(S K Patodia & Associates (a partnership firm) converted into S K Patodia & Associates LLP with effect from December 15, 2023)

6. 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 Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. We did not review the interim financial results and financial information of two subsidiaries included in the Statement, whose interim financial results / financial information reflects total revenues of ₹ 1,867.74 lakhs and ₹ 7,967.16 lakhs, total net profit / (loss) after tax of ₹ (46.63) lakhs and ₹ 97.70 lakhs, total comprehensive income / (loss) of ₹ (43.20) lakhs and ₹ 115.66 lakhs for the quarter ended December 31, 2025, and for the period from April 1, 2025 to December 31, 2025, respectively. These interim financial results / financial information have been reviewed by the other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 3 above.

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

8. The accompanying statement also includes the Group's share of, total income (including other income) of ₹ 4.52 lakhs and ₹ 12.02 lakhs, net profit / (loss) after tax of ₹ 4.52 lakhs and ₹ 12.02 lakhs, and total comprehensive income / (loss) of ₹ 4.40 lakhs and ₹ 32.27 lakhs, for the quarter ended December 31, 2025, and for the period from April 1, 2025 to December 31, 2025, respectively, in respect of one subsidiary located outside India, as considered in the statement, based on their interim financial statements / financial information / financial results which have not been reviewed by their auditors, which are certified by the Management. Our conclusion on the Statement is not modified in respect of the above matter.

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

For S K Patodia & Associates LLP

Chartered Accountants

Firm's Registration No: 112723W/W100962

DHIRAJ

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Dhiraj Lalpuria

Partner

Membership No. 146268

UDIN : 26146268LCNQLQ7794

Place : Mumbai

Date : January 24, 2026



VAKRANGEE LIMITED
VAKRANGEE CORPORATE HOUSE, PLOT NO. 93, ROAD NO. 16,
M.I.D.C., MAROL, ANDHERI (EAST), MUMBAI - 400 093. INDIA
CIN : L65990MH1990PLC056669
PHONE : 022 6776 5100
E-mail : info@vakrangee.in Website : www.vakrangee.in

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

(₹ in Lakhs)

S.No.	Particulars	For the Quarter ended			For the nine months ended		For the Year ended
		31-Dec-25 (Un-audited)	30-Sep-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Dec-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Mar-25 (Audited)
		(1)	(2)	(3)	(4)	(5)	(6) (Restated)*
		(1)	(2)	(3)	(4)	(5)	(6)
1	Income						
	Revenue from operations	6,010.49	6,907.96	6,787.58	19,802.28	19,183.03	25,500.74
	Other Income	147.06	149.92	75.42	447.88	246.53	401.88
	Total Income	6,157.55	7,057.88	6,863.00	20,250.16	19,429.56	25,902.62
2	Expenses						
	Cost of Materials Consumed	431.92	1,345.05	1,048.26	2,948.20	2,307.34	3,155.08
	Purchase of stock in trade and other operating expenditure	3,396.83	3,227.58	3,834.70	10,090.93	11,685.22	14,781.05
	Changes in inventories of stock-in-trade	12.13	10.52	(126.80)	131.07	(208.00)	(161.30)
	Employee benefits expense	924.82	956.82	1,013.93	2,745.02	2,622.39	3,593.51
	Finance costs	43.77	34.69	37.59	114.64	142.48	182.76
	Depreciation and amortisation expense	461.14	445.25	423.87	1,336.05	1,240.75	1,669.69
	Other expenses	465.80	640.87	470.13	1,598.81	1,048.83	1,740.97
	Total Expenses	5,736.41	6,660.78	6,701.68	18,964.72	18,839.01	24,961.76
3	Profit before tax & Exceptional item (1-2)	421.14	397.10	161.32	1,285.44	590.55	940.86
4	Exceptional Item	-	13.97	-	13.97	-	-
5	Profit before tax (3+4)	421.14	411.07	161.32	1,299.41	590.55	940.86
6	Tax expense						
	Current tax	109.29	113.77	64.72	351.05	225.99	335.47
	Deferred tax	(3.16)	(5.63)	(8.03)	(1.48)	(22.62)	(14.59)
	Total tax expenses	106.13	108.14	56.69	349.57	203.37	320.88
7	Profit for the period / year (5-6)	315.01	302.93	104.63	949.84	387.18	619.98
8	Other comprehensive income (OCI) / (expenses)						
	Items that will be reclassified to profit or loss						
	Exchange difference on translation of foreign operations	(0.12)	6.70	(1.33)	20.25	0.69	19.58
	Items that will not be reclassified to profit or loss						
	Remeasurement of net defined benefit obligations (net of taxes)	3.42	0.45	0.36	17.95	22.61	(17.70)
	Total other comprehensive income / (expenses) for the period / year	3.30	7.15	(0.97)	38.20	23.30	1.88
9	Total Comprehensive Income for the Period / Year (7+8)	318.31	310.08	103.66	988.04	410.48	621.86
	Profit is attributable to :						
	Owners of the parent	318.58	286.08	119.13	923.27	411.34	646.58
	Non-controlling Interests	(3.57)	16.85	(14.51)	26.57	(24.16)	(26.60)
	Other comprehensive income is attributable to :						
	Owners of the parent	2.47	7.39	(2.84)	33.83	17.71	(9.79)
	Non-controlling Interests	0.83	(0.24)	1.87	4.37	5.59	11.67
	Total comprehensive income is attributable to :						
	Owners of the parent	321.04	293.47	116.28	957.10	429.05	636.79
	Non-controlling Interests	(2.73)	16.61	(12.62)	30.94	(18.57)	(14.93)
10	Paid up equity share capital (face value ₹ 1/- each)	10,831.92	10,831.92	10,831.88	10,831.92	10,831.88	10,831.92
11	Other Equity excluding revaluation reserves						9,411.67
12	Earnings per Share (EPS) in ₹ (not annualised)						
	(a) Basic	0.03	0.03	0.01	0.09	0.04	0.06
	(b) Diluted	0.03	0.03	0.01	0.09	0.04	0.06

*Refer Note No. 5

Vakrangee Limited

Notes to the consolidated unaudited financial results for the quarter and nine months ended December 31, 2025:

- 1 The above consolidated unaudited financial results for the quarter and nine months ended December 31, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on January 24, 2026. The statutory auditors of the Group have reviewed the above consolidated financial results for the quarter and nine months ended December 31, 2025.
- 2 These results have been prepared on the basis of consolidated financial statements, which are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 3 The consolidated unaudited financial results include the financial results of the Company, its three wholly owned subsidiaries: Vakrangee Finserve Limited, Vakrangee Digital Ventures Limited, and Vakrangee e-Solutions Inc., and a subsidiary, Vortex Engineering Private Limited (together referred to as 'Group').
- 4 During the quarter ended December 31, 2025, the Holding Company has not granted any new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 5 Our subsidiary, Vortex Engineering Private Limited ("Vortex"), has identified that in relation to the ESOPs exercised, the related share based payment reserve amounting to ₹ 247.42 lakhs cumulatively, has not been recorded in its books and corresponding ESOP expense was inadvertently not debited to the statement of profit and loss in the prior periods. Accordingly, Vortex has rectified the error by recognizing the share-based payment reserve and restating the prior-period comparatives. As a result, the consolidated figures for the year ended March 31, 2025 have also been restated, as summarized below.

Heading	March 31, 2025	March 31, 2025	Adjustments
	(Restated)	(Published)	
Employee benefit expenses	3,593.51	3,574.48	19.03
Profit/(Loss) Before Tax	940.86	959.89	(19.03)
Profit/(Loss) after Tax	619.98	639.01	(19.03)
Total Comprehensive Income	621.86	640.89	(19.03)
Basic Earnings Per Share (₹)	0.06	0.06	(0.00)
Diluted Earnings Per Share (₹)	0.06	0.06	(0.00)

- 6 The members of the Holding Company, at an extraordinary general meeting held on January 15, 2025, approved the preferential allotment of 35,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 28 per warrant in the Non-Promoter Category, by passing a Special Resolution. As per Special Resolution, passed by the members, an amount equivalent to twenty five per cent of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining seventy five per cent of the consideration shall be payable on the exercise of options against each such warrant. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Holding Company.

Further, the Board of Directors vide their circulation dated June 6, 2025, have approved the withdrawal of In-Principle of application for the above 35,00,000 preferential allotment of warrants convertible into equity shares.

- 7 The members of the Holding Company on March 9, 2024, through the postal ballot, approved the preferential allotment of 4,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 27 per warrant in the Non-Promoter Category and 2,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 27 per warrant in the Promoter Category, by passing a Special Resolution. As per Special Resolution, passed by the members, an amount equivalent to twenty five per cent of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining seventy five per cent of the consideration shall be payable on the exercise of options against each such warrant. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Holding Company.

In terms of the Chapter V, Regulation 162 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the conversion period for the warrants has expired upon completion of 18 months from the allotment date of warrants. Accordingly, the application money received against such warrants which are pending for allotment amounting to ₹ 2,503.55 lakhs stands forfeited. Thus, such forfeited amount has been transferred to the Capital Reserve as per the prescribed accounting treatment.

- 8 The Holding Company has filed a Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench-IV on October 28, 2025 seeking consolidation of every 1,08,31,91,807 fully paid-up Equity Shares of face value of ₹ 1/- each into 10,83,19,180 fully paid-up Equity Shares of face value of ₹ 10/-. The said Company Petition was admitted by the Hon'ble Tribunal on December 11, 2025. Pursuant to the order dated December 11, 2025, passed by the Hon'ble Tribunal, the Holding Company has duly made newspaper publications of the next date of hearing i.e. January 29, 2026 in two newspapers, namely "Financial Express" (Mumbai Edition) in the English language and "Navshakti" (Mumbai Edition) in the Marathi language.

Also, adhering to the direction of the said order, Holding Company has served the notice of hearing upon Regional Director, Western Region, and upon concerned Registrar of Companies, Maharashtra, Mumbai, National Stock Exchange of India Limited and BSE Limited on January 8, 2026 asking for any representations in the said petition.

- 9 The Group's activities predominantly comprise providing various services through Vakrangee Kendra and Sale of Automated Teller Machines ('ATM') Products/Services. Considering the nature of the Group's business and operations, there are two reportable operating segments i.e. Vakrangee Kendra and Sale of Automated Teller Machines ('ATM') Products/Services in accordance with Indian Accounting Standard 108 'Operating Segments' (refer Annexure 1).
- 10 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.

- 11 The above results of the Group are available on the Holding Company's website www.vakrangee.in and also on www.bseindia.com and www.nseindia.com.

For and on behalf of the Board of Directors

Digitally signed by DIVYA DINESH NANOWANA
DN: c=IN, o=HDFC BANK LTD, ou=HDFC BANK LTD-1820,
p=SHA256, a=SHA256, serial=10508089e970,
b698d9, postalCode=400007, st=Maharashtra,
n=DIVYA DINESH NANOWANA, l=100/22/21/cdaffa97ee325f5dd397840c32bd1be1
61a04648b5, crlSet=1/1, A=DIVYA DINESH NANOWANA

Divya Nanowana

Executive Chairperson & Whole-time Director
DIN : 08085537

Place : Mumbai

Date : January 24, 2026

Annexure - I

Consolidated Unaudited Segment Information in terms of Regulation 33 of the Listing Regulations:

(₹ in Lakhs)

S.No.	Particulars	For the Quarter ended			For the nine months ended		For the Year ended
		31-Dec-25 (Un-audited)	30-Sep-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Dec-25 (Un-audited)	31-Dec-24 (Un-audited)	31-Mar-25 (Audited)
		(1)	(2)	(3)	(4)	(5)	(6)
							(Restated)*
1	Segment Revenue						
a)	Vakrangee Kendra	5,364.62	5,132.41	5,325.73	15,967.61	16,084.75	21,243.66
b)	Sale of Automated Teller Machines ('ATM') Products/Services	1,184.16	2,319.64	1,625.85	5,617.53	3,593.54	5,478.96
c)	Unallocable	-	-	-	-	-	-
	Total	6,548.78	7,452.05	6,951.58	21,585.14	19,678.29	26,722.62
	Less: Inter Segment Revenue	391.23	394.17	88.58	1,334.98	248.73	820.00
	Total Revenue	6,157.55	7,057.88	6,863.00	20,250.16	19,429.56	25,902.62
2	Segment Results						
a)	Vakrangee Kendra	443.20	356.70	201.61	1,231.61	710.99	1,114.77
b)	Sale of Automated Teller Machines ('ATM') Products/Services	(22.06)	54.37	(40.29)	67.80	(120.44)	(173.91)
c)	Unallocable	-	-	-	-	-	-
	Profit before Tax	421.14	411.07	161.32	1,299.41	590.55	940.86
	Less: Tax Expenses	106.13	108.14	56.69	349.57	203.37	320.88
	Profit after Tax	315.01	302.93	104.63	949.84	387.18	619.98
3	Segment Assets						
a)	Vakrangee Kendra	26,732.87	27,848.59	29,306.20	26,732.87	29,306.20	24,447.93
b)	Sale of Automated Teller Machines ('ATM') Products/Services	6,069.26	6,420.51	5,481.36	6,069.26	5,481.36	6,416.13
c)	Unallocable	-	-	-	-	-	-
	Total Assets	32,802.13	34,269.10	34,787.56	32,802.13	34,787.56	30,864.06
4	Segment Liabilities						
a)	Vakrangee Kendra	8,369.04	9,809.56	11,896.30	8,369.04	11,896.30	6,877.59
b)	Sale of Automated Teller Machines ('ATM') Products/Services	2,336.96	2,673.55	1,874.91	2,336.96	1,874.91	2,819.57
c)	Unallocable	-	-	-	-	-	-
	Total Liabilities	10,706.00	12,483.11	13,771.21	10,706.00	13,771.21	9,697.16

*Refer Note No. 5 of consolidated unaudited financial results

ANNEXURE-II

DISCLOSURES UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015 AND IN TERMS OF SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Appointment of Mr. Aditya Jani as the Chief Financial Officer of the Company (CFO) designated as Key Managerial Person (KMP)

Sr. No.	Particulars	Details
1.	Name	Mr. Aditya Jani
2.	Designation	Chief Financial Officer
3.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
4.	Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment	January 24, 2026
5.	Term of Appointment	Appointment in compliance with the provisions of Section 203 of the Companies Act, 2013 read with companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
6.	Brief profile (in case of appointment)	He is a finance professional with over 14 years of experience in finance, banking, investor relations, and corporate strategy. He has been with Vakrangee Limited since 2011, contributing significantly to financial strategy, investor relations, and sustainable value creation. He previously worked with Deutsche Bank and holds an MBA in Finance from IMI Belgium along with a postgraduate degree in Planning and Entrepreneurship from IIPM.
7.	Disclosure of relationship between Directors (in case of appointment)	Not related to any of the Director