

VKL/C&L/2025/049

July 25, 2025

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 July 25, 2025

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. **Friday, July 25, 2025**, has inter-alia, considered and approved the following businesses:

1. Un-audited (Standalone & Consolidated) Financial Results for the First Quarter ended June 30, 2025

We hereby enclose the copy of Un-audited (Standalone & Consolidated) Financial Results for the First Quarter and Three months ended June 30, 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. Proposal for Consolidation of Equity Shares and Alteration of Memorandum of Association

Consolidation of every Ten (Ten) Equity Shares of the Company, having face value of Rs. 1/- (Rupee one only) each, into 1 (One) Equity Share having face value of Rs. 10/- (Rupees Ten only) each, subject to the approval of the shareholders of the Company, Stock exchange where the shares of the company are listed and other relevant authorities.

3. Confirmation of Modification in ESOP Policy

After brief discussion by the Board on recommendation by the Nomination and Remuneration and Compensation Committee regarding the adoption of new Employee Stock Option Policy it was decided that in order to implement a change in criteria of ESOP policy it is not required to adopt the new policy, therefore Board has approved to modify the existing ESOP policy.

4. Appointment of Mrs. Kalpana Srinivasan as Secretarial Auditor of the company

Based on the recommendations of Nomination and Remuneration and Compensation Committee, the Board has approved the appointment of Mrs. Kalpana Srinivasan (Mem No.: 6105 and COP No.:19503), Practicing Company Secretary as Secretarial Auditor of the Company for a first term of 5 (five) consecutive years from the financial year 2025-26 till financial year 2029-30 subject to the approval of Shareholders at the ensuing AGM.

5. Appointment of Mr. Sandeep J Gaware as a Non-Executive Independent Director

Approved the appointment of Mr. Sandeep J Gaware (DIN: 03596481) as an Additional Directors designated as a Non-Executive Independent Director of the Company with effect from 25th July, 2025, based on the recommendation of the Nomination and Remuneration Committee of the Company. He is not liable to retire by rotation and his appointment is subject to approval of the shareholders at the ensuing Annual General Meeting of the Company.

6. Re-appointment of Mr. H.C. Mittal as a Non-Executive Independent Director

Approved the re-appointment of Mr. Hari Chand Mittal (DIN: 08797386) as a Non-Executive Independent Director of the Company for a second term of 5 consecutive years commencing from July 31, 2025 up to July 30, 2030, based on the recommendation of the Nomination and Remuneration Committee of the Company, subject to approval of the shareholders at the ensuing Annual General Meeting.

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**.

The Board Meeting commenced at 11.30 A.M and concluded at 01:00 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 Ended June 30, 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 ended June 30, 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 July 25, 2025, 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

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RAJENDRA
LALPURIA

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Dhiraj Lalpuria
Partner
Membership No. 146268
UDIN : 25146268BMIXWL3482

Place : Mumbai
Date : July 25, 2025

Registered Office : Sunil Patodia Tower, J.B. Nagar, Andheri East, Mumbai - 400 099
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 ENDED JUNE 30, 2025

(₹ in Lakhs)

S.No.	Particulars	For the Quarter ended			For the Year ended
		30-Jun-25	31-Mar-25	30-Jun-24	31-Mar-25
		(Un-audited)	(Audited)	(Un-audited)	(Audited)
		(1)	(2)	(3)	(6)
1	Income				
	Revenue from operations	4,744.59	4,367.51	4,678.29	18,206.50
	Other Income	63.13	83.96	65.61	287.72
	Total Income	4,807.72	4,451.47	4,743.90	18,494.22
2	Expenses				
	Purchase of stock in trade and other operating expenditure	3,310.56	2,948.58	3,387.23	12,867.26
	Changes in inventories of stock-in-trade	1.60	(15.01)	7.18	(5.79)
	Employee benefits expense	430.38	493.43	500.56	2,125.39
	Finance costs	22.64	23.16	40.31	109.35
	Depreciation and amortisation expense	389.71	377.25	377.92	1,532.47
	Other expenses	232.09	230.29	152.56	738.15
	Total expenses	4,386.98	4,057.70	4,465.76	17,366.83
3	Profit before tax & Exceptional item (1-2)	420.74	393.77	278.14	1,127.39
4	Exceptional Item	-	-	-	-
5	Profit before tax (3+4)	420.74	393.77	278.14	1,127.39
6	Tax expense				
	Current tax	119.36	105.14	85.26	326.15
	Deferred tax	7.31	8.04	(6.27)	(14.37)
	Total tax expenses	126.67	113.18	78.99	311.78
7	Profit for the period / year (5-6)	294.07	280.59	199.15	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)	-	(64.86)
	Total other comprehensive income / (expenses) for the period / year	-	(64.86)	-	(64.86)
9	Total comprehensive income for the period / year (7+8)	294.07	215.73	199.15	750.75
10	Paid up equity share capital (face value ₹ 1/- each)	10,831.92	10,831.92	10,765.75	10,831.92
11	Other Equity excluding revaluation reserves				5,568.36
12	Earnings per share (EPS) in ₹ (not annualised)				
	(a) Basic	0.03	0.03	0.02	0.08
	(b) Diluted	0.03	0.02	0.02	0.07

Vakrangee Limited

Notes to the standalone unaudited financial results for the quarter ended June 30, 2025:

- 1 The above standalone unaudited financial results for the quarter ended June 30, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on July 25, 2025. The statutory auditors of the Company have reviewed the above standalone financial results for the quarter ended June 30, 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 June 30, 2025, the Company has granted 79,500 new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 4 The members of the Company on October 28, 2024, through the postal ballot, approved the preferential allotment of 20,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 25.50 per warrant in the Non-Promoter Category, by passing a Special Resolution. However, during the meeting of Board of Directors held on December 21, 2024, it was resolved to withdraw the in-principle application submitted to both Stock Exchanges due to interest and positive response received from group of various investors including Foreign Institutional Investors, regarding participation in the proposed preferential issue, and go for a fresh preferential issue to ensure with the interests of all the stakeholders.

Thus, 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 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.
- 6 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current
- 7 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
VEDANT DINESH
NANDWANA

Vedant Nandwana
Managing Director
DIN: 08420950

Place : Mumbai
Date : July 25, 2025

S K Patodia & Associates LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Consolidated Unaudited Financial Results of Vakrangee Limited for the Quarter Ended June 30, 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 ended June 30, 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 July 25, 2025, 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. 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.

Registered Office : Sunil Patodia Tower, J.B. Nagar, Andheri East, Mumbai - 400 099

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(LLP Identification No : ACE - 4113)

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6. 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 ₹ 2,957.15 lakhs, total net profit / (loss) after tax of ₹ 61.06 lakhs and total comprehensive income / (loss) of ₹ 75.14 lakhs for the quarter ended June 30, 2025. 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.

7. The accompanying statement also includes the Group's share of total income (including other income) of ₹ (1.10) lakhs, net profit / (loss) after tax of ₹ (1.10) lakhs, and total comprehensive income / (loss) of ₹ 12.57 lakhs for the quarter ended June 30, 2025, 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

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Dhiraj Lalpuria

Partner

Membership No. 146268

UDIN : 25146268BMIXWM2036

Place : Mumbai

Date : July 25, 2025



VAKRANGEE LIMITED

VAKRANGEE CORPORATE HOUSE, PLOT NO. 93, ROAD NO. 16,
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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2025

S.No.	Particulars	For the Quarter ended			(₹ in Lakhs)
		30-Jun-25	31-Mar-25	30-Jun-24	For the Year ended
		(Un-audited)	(Audited)	(Un-audited)	31-Mar-25
		(1)	(2)	(3)	(Audited) (6)
1	Income				
	Revenue from operations	6,883.83	6,317.71	5,870.16	25,500.74
	Other Income	150.90	155.35	89.49	401.88
	Total Income	7,034.73	6,473.06	5,959.65	25,902.62
2	Expenses				
	Cost of Materials Consumed	1,171.23	847.75	-	3,155.08
	Purchase of stock in trade and other operating expenditure	3,466.52	3,095.83	4,326.39	14,781.05
	Changes in inventories of stock-in-trade	108.42	46.70	7.18	(161.30)
	Employee benefits expense	863.38	952.09	647.62	3,574.48
	Finance costs	36.18	40.28	45.11	182.76
	Depreciation and amortisation expense	429.66	428.94	389.26	1,669.69
	Other expenses	492.14	692.14	233.57	1,740.97
	Total Expenses	6,567.53	6,103.73	5,649.13	24,942.73
3	Profit before tax & Exceptional item (1-2)	467.20	369.33	310.52	959.89
4	Exceptional Item	-	-	-	-
5	Profit before tax (3+4)	467.20	369.33	310.52	959.89
6	Tax expense				
	Current tax	127.99	109.47	93.23	335.47
	Deferred tax	7.31	8.04	(6.18)	(14.59)
	Total tax expenses	135.30	117.51	87.05	320.88
7	Profit for the period / year (5-6)	331.90	251.82	223.47	639.01
8	Other comprehensive income (OCI) / (expenses)				
	Items that will be reclassified to profit or loss				
	Exchange difference on translation of foreign operations	13.67	18.89	(15.17)	19.58
	Items that will not be reclassified to profit or loss				
	Remeasurement of net defined benefit obligations (net of taxes)	14.08	(40.31)	-	(17.70)
	Total other comprehensive income / (expenses) for the period / year	27.75	(21.42)	(15.17)	1.88
9	Total Comprehensive Income for the Period / Year (7+8)	359.65	230.40	208.30	640.89
	Profit is attributable to :				
	Owners of the parent	318.61	254.26	223.63	665.61
	Non-controlling Interests	13.29	(2.44)	(0.16)	(26.60)
	Other comprehensive income is attributable to :				
	Owners of the parent	23.98	(27.50)	(15.17)	(9.79)
	Non-controlling Interests	3.77	6.08	-	11.67
	Total comprehensive income is attributable to :				
	Owners of the parent	342.59	226.78	208.46	655.82
	Non-controlling Interests	17.06	3.62	(0.16)	(14.93)
10	Paid up equity share capital (face value ₹ 1/- each)	10,831.92	10,831.92	10,765.75	10,831.92
11	Other Equity excluding revaluation reserves				9,411.67
12	Earnings per Share (EPS) in ₹ (not annualised)				
	(a) Basic	0.03	0.02	0.02	0.06
	(b) Diluted	0.03	0.02	0.02	0.06

Vakrangee Limited

Notes to the consolidated unaudited financial results for the quarter ended June 30, 2025:

- 1 The above consolidated unaudited financial results for the quarter ended June 30, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on July 25, 2025. The statutory auditors of the Group have reviewed the above consolidated financial results for the quarter ended June 30, 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 June 30, 2025, the Holding Company has granted 79,500 new options under Company's "ESOP Scheme 2014" to its eligible employees.
- 5 The members of the Holding Company on October 28, 2024, through the postal ballot, approved the preferential allotment of 20,00,00,000 warrants convertible into equity shares of face value of ₹ 1, for cash, by way of a private placement, at an issue price of ₹ 25.50 per warrant in the Non-Promoter Category, by passing a Special Resolution. However, due to interest and positive response received from group of various investors including Foreign Institutional Investors, regarding participation in the proposed preferential issue, the Board of Directors of Holding Company reviewed the matter and decided to withdraw the In-principal application, from both Stock Exchanges in the meeting held on December 21, 2024 to ensure with the interests of all the stakeholders, and go for a fresh preferential issue.

Thus, 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. The In-principle approval from both the Stock Exchanges i.e. NSE and BSE is still awaited.

Further, the Board of Directors of Holding Company 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.
- 6 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).
- 7 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.
- 8 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
VEDANT DINESH
NANDWANA

Vedant Nandwana
Managing Director
DIN: 08420950

Place : Mumbai
Date : July 25, 2025

Annexure - I
Consolidated Unaudited Segment Information in terms of Regulation 33 of the Listing Regulations:
(₹ in Lakhs)

S.No.	Particulars	For the Quarter ended			
		30-Jun-25	31-Mar-25	30-Jun-24	31-Mar-25
		(Un-audited)	(Audited)	(Un-audited)	(Audited)
		(1)	(2)	(3)	(5)
1	Segment Revenue				
a)	Vakrangee Kendra	5,470.58	5,158.92	5,959.65	21,243.66
b)	Sale of Automated Teller Machines ('ATM') Products/Services	2,113.73	1,885.41	-	5,478.96
c)	Unallocable	-	-	-	-
	Total	7,584.31	7,044.33	5,959.65	26,722.62
	Less: Inter Segment Revenue	549.58	571.27	-	820.00
	Total Revenue	7,034.73	6,473.06	5,959.65	25,902.62
2	Segment Results				
a)	Vakrangee Kendra	431.71	403.76	310.52	1,114.77
b)	Sale of Automated Teller Machines ('ATM') Products/Services	35.49	(34.43)	-	(154.88)
c)	Unallocable	-	-	-	-
	Profit before Tax	467.20	369.33	310.52	959.89
	Less: Tax Expenses	135.30	117.51	87.05	320.88
	Profit after Tax	331.90	251.82	223.47	639.01
3	Segment Assets				
a)	Vakrangee Kendra	27,353.60	24,447.93	35,767.34	24,447.93
b)	Sale of Automated Teller Machines ('ATM') Products/Services	6,592.75	6,416.13	-	6,416.13
c)	Unallocable	-	-	-	-
	Total Assets	33,946.35	30,864.06	35,767.34	30,864.06
4	Segment Liabilities				
a)	Vakrangee Kendra	9,478.28	6,877.59	16,144.06	6,877.59
b)	Sale of Automated Teller Machines ('ATM') Products/Services	2,920.15	2,819.57	-	2,819.57
c)	Unallocable	-	-	-	-
	Total Liabilities	12,398.43	9,697.16	16,144.06	9,697.16

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.

1. Consolidation of Equity Shares

Sr. No.	Particulars	Disclosure																																								
1.	Consolidation Ratio	Existing 10 (Ten) Equity Shares of the Company, having face value of Rs. 1/- (Rupees One only) each, into 1 (One) Equity Share having face value of Rs. 10/- (Rupees Ten only) each																																								
2.	Rationale behind the consolidation	The Company being listed and traded on the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). The consolidation of shares is intended to enhance liquidity of the Company's equity shares in the stock market and rebuild the investor confidence; the Board of directors have considered it desirable to consolidate the nominal value of shares.																																								
3.	Pre and Post Share Capital - Authorized, Issued, Subscribed and Paid-up: (a) Authorised Capital <table><tr><th rowspan="2">Type of Capital</th><th colspan="3">Pre Consolidation</th><th colspan="3">Post Consolidation</th></tr><tr><th>No. of Equity Shares</th><th>Face Value (in Rs.)</th><th>Total Equity Share Capital (in Rs.)</th><th>No. of Equity Shares</th><th>Face Value (in Rs.)</th><th>Total Equity Share Capital (in Rs.)</th></tr><tr><td>Equity Share Capital</td><td>1,50,00,00,000</td><td>1</td><td>1,50,00,00,000</td><td>15,00,00,000</td><td>10</td><td>1,50,00,00,000</td></tr></table> (b) Issued, Subscribed and Paid-up Capital of Equity Share: <table><tr><th rowspan="2">Type of Capital</th><th colspan="3">Pre Consolidation</th><th colspan="3">Post Consolidation</th></tr><tr><th>No. of Equity Shares</th><th>Face Value (in Rs.)</th><th>Total Equity Share Capital (in Rs.)</th><th>No. of Equity Shares</th><th>Face Value (in Rs.)</th><th>Total Equity Share Capital (in Rs.)</th></tr><tr><td>Equity Share Capital</td><td>1,08,31,91,807</td><td>1</td><td>1,08,31,91,807</td><td>10,83,19,180</td><td>10</td><td>1,08,31,91,800</td></tr></table>		Type of Capital	Pre Consolidation			Post Consolidation			No. of Equity Shares	Face Value (in Rs.)	Total Equity Share Capital (in Rs.)	No. of Equity Shares	Face Value (in Rs.)	Total Equity Share Capital (in Rs.)	Equity Share Capital	1,50,00,00,000	1	1,50,00,00,000	15,00,00,000	10	1,50,00,00,000	Type of Capital	Pre Consolidation			Post Consolidation			No. of Equity Shares	Face Value (in Rs.)	Total Equity Share Capital (in Rs.)	No. of Equity Shares	Face Value (in Rs.)	Total Equity Share Capital (in Rs.)	Equity Share Capital	1,08,31,91,807	1	1,08,31,91,807	10,83,19,180	10	1,08,31,91,800
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Equity Share Capital	1,08,31,91,807	1	1,08,31,91,807	10,83,19,180	10	1,08,31,91,800																																				
4.	Expected Time of Completion	Within six months from the approval of shareholders of the Compnay.																																								
5.	Class of Shares which are consolidated	Equity Shares																																								

6.	Number of shares of each class pre and post consolidation	Refer details stated at Sr. Nos. 3 & 5 above
7.	Number of shareholders who did not get any shares in consolidation and their Consolidation shareholding	The same will be ascertained after the "Record Date" is fixed by the Board of Directors of the Company subsequent to the receipt of approval of National Company Law Tribunal (NCLT) for the proposed Consolidation of Equity shares.

2. Appointment of Mrs. Kalpana Srinivasan as Secretarial Auditor of the company

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mrs. Kalpana Srinivasan (Mem No.: 6105 and COP No.:19503), Practicing Company Secretary as Secretarial Auditor of the Company
2.	Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment	July 25, 2025
3.	Term of Appointment	For a first term of 5 (five) consecutive years from the financial year 2025-26 till financial year 2029-30
4.	Brief profile (in case of appointment)	Ms. Kalpana Srinivasan is a seasoned Practicing Company Secretary with over 5 years of independent practice experience and a cumulative professional journey spanning more than three decades in the legal and secretarial domain. She is focused on providing comprehensive corporate secretarial, legal, and compliance services.

3. Appointment of Mr. Sandeep J Gaware as a Non-Executive Independent Director

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Sandeep J Gaware (DIN: 03596481) as Non-Executive Independent Director of the Company
2.	Date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment	25 th July 2025
3.	Brief profile (in case of appointment)	Mr. Sandeep J. Gaware is an accomplished banking veteran with an illustrious career spanning over 36 years in the Indian financial services ecosystem. Renowned for his strategic vision, transformative leadership, and deep-rooted governance expertise, he brings unparalleled experience across a wide spectrum of financial services, including rural and retail banking, regulatory compliance, credit risk management, digital transformation, and subsidiary governance. He holds a Bachelor of Science from the University of Mumbai, is a Certified Associate of the Indian Institute of Bankers (CAIIB) and is an alumnus of prestigious leadership development programs from XLRI Jamshedpur, IIM Bangalore, IIM Indore, and ASCI Hyderabad, including international executive education exposure in Europe.
4.	Disclosure of Relationship between Directors (in case of appointment as a Director)	Mr. Sandeep J. Gaware is not related to any of the Directors of the Company
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018 -19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, both dated 20 June 2018	Mr. Sandeep J. Gaware is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority

4. Re-appointment of Mr. H.C. Mittal as a Non-Executive Independent Director

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. H. C Mittal (DIN: 08797386) as Non-Executive Independent Director of the Company
2.	Date of appointment / re-appointment / cessation (as applicable) & term of appointment/re-appointment	25 th July 2025
3.	Brief profile (in case of appointment)	Hari Chand Mittal is a postgraduate with a degree in Master of Commerce and a certified associate from Indian Institute of Bankers. In his long and illustrious career of more than 37 years with Union Bank of India, he has held several leadership positions including Mumbai and then entire Maharashtra under Pune Zone as Field General Manager, from where he retired on 31 July 2019. He possesses vast exposure and practical experience in various fields of banking administration, enriched by deep understanding of operations as well as finance, ranging from MSME, Retail, Agriculture and other fields like Foreign Exchange, Import / Export & Financial Inclusion. He has not only been a passionate banker but also a devoted administrator, motivational speaker, guide, mentor, leader, evaluator, team builder, friend, visionary and crisis manager throughout his career. He has also been appointed as Independent Director on the Board of Directors of Chandigarh Smart City Ltd by The Advisor to the Administrator, Union Territory, Chandigarh-cum-Chairman CSCL, vide notification No 15157-FII(9)-2020/15529 dated 10.12.2020 issued by Principal Secretary/Home-cum-Local Govt, Chandigarh Administration, Local Govt Department, Union Territory, Chandigarh.
4.	Disclosure of Relationship between Directors (in case of appointment as a Director)	Mr. H.C Mittal is not related to any of the Directors of the Company
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018 -19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, both dated 20 June 2018	Mr. H.C Mittal is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority