



February 11, 2026

To,

Department of Corporate Services,
BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai - 400 001

Sub: Intimation under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the quarter ended December 31, 2025

Dear Sir / Madam,

In terms of the Listing Regulations, we hereby submit the following:

- a) Unaudited Standalone Financial Results of the Company for the quarter ended December 31, 2025, along with the Limited Review Report with unmodified opinion thereon submitted by M/s. Sundaram & Srinivasan, Statutory Auditors of the Company as per Regulation 52(1) and Regulation 52(2) of Listing Regulations;
- b) Disclosure of specified line items as per Regulation 52(4) of Listing Regulations along with financial results;
- c) Statement indicating utilization of issue proceeds of non-convertible securities and statement of material deviation in the use of issue proceeds from the objects of the issue for the quarter ended December 31, 2025, as per Regulation 52(7) and Regulation 52(7A) of Listing Regulations;
- d) Disclosure of the extent and nature of security created and maintained for secured listed non-convertible debentures of the Company for the quarter ended December 31, 2025, and the Security Cover Certificate thereon as per Regulation 54 of Listing Regulations read with SEBI Circular dated May 19, 2022, as amended from time to time.

Kindly take the same on record.

For and on behalf of **Vivriti Capital Limited**

Vineet Sukumar
Managing Director
DIN: 06848801
Address: Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai – 600002

Encl: a/a

Limited Review Report on unaudited standalone financial results of Vivriti Capital Limited for the quarter ended 31st December 2025 and year to date results for the period from 1st April 2025 to 31st December 2025 pursuant to Regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors,
Vivriti Capital Limited,

1. We have reviewed the accompanying Statement of unaudited financial results of Vivriti Capital Limited (hereinafter referred to as "the Company") for the quarter ended 31st December and year to date results for the period from 1st April 2025 to 31st December 2025, (the "statement") submitted by the company pursuant to regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"). We have initialed the statement for identification purpose only.
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, 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 the relevant Rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ("RBI Guidelines") and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of the Listing Regulations, 2015, including relevant circulars issued by the SEBI from time to time and that it has been prepared in accordance with the relevant prudential norms issued by the RBI in respect of Income recognition, asset classification, provisioning and other related matters, to the extent those are not inconsistent with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013. Our responsibility is to issue a report 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 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.



SUNDARAM & SRINIVASAN

CHARTERED ACCOUNTANTS

Offices: Chennai - Mumbai - Bangalore - Madurai

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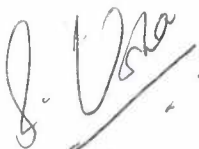
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4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters to the extent applicable.

For Sundaram & Srinivasan
Chartered Accountants
FRN: 0042075



S Usha
Partner
Membership Number: 211785



Date: February 11, 2026
UDIN: 26211785 AUCXHZ4559.
Place: Chennai

Vivriti Capital Limited
Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai - 600002
(CIN - U65929TN2017PLC117196)

Statement of Unaudited Standalone Financial Results for the quarter and year to date period ended 31 December 2025

(Rs. in lakhs)

Particulars	Quarter ended			Year to date period ended		Year ended
	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from operations						
Interest income	39,576.23	36,783.68	31,788.48	1,11,373.83	92,341.22	1,26,996.57
Fees and commission income	2,828.23	3,947.58	1,571.00	7,912.60	4,379.13	6,543.76
Net gain on fair value changes	(4.84)	313.63	94.08	71.19	363.55	155.59
Net gain on derecognition of financial instruments	1,402.67	-	1.02	1,402.67	783.97	1,015.26
Total revenue from operations	43,802.29	41,044.89	33,454.58	1,20,760.29	97,867.87	1,34,711.18
Other income	92.83	350.57	150.40	645.76	906.74	1,684.65
Total income	43,895.12	41,395.46	33,604.98	1,21,406.05	98,774.61	1,36,395.83
Expenses						
Finance costs	21,849.13	20,826.79	17,810.04	62,232.66	51,432.66	69,926.89
Impairment on financial instruments	8,470.51	7,691.44	4,789.89	21,511.77	12,069.08	19,380.05
Employee benefit expenses	3,090.49	2,893.60	2,468.79	8,745.79	7,954.13	10,120.55
Depreciation and amortisation	417.19	434.19	350.77	1,288.40	1,242.17	1,674.59
Other expenses	2,004.37	2,345.55	1,667.24	6,038.84	4,667.49	6,230.37
Total expenses	35,831.69	34,191.57	27,086.73	99,817.46	77,365.53	1,07,332.45
Profit before tax	8,063.43	7,203.89	6,518.25	21,588.59	21,409.08	29,063.38
Tax expense						
- Current tax	2,646.94	2,198.88	1,724.48	6,992.94	5,664.02	9,320.04
- Deferred tax charge / (benefit)	(539.15)	(359.18)	(82.25)	(1,433.53)	(270.14)	(2,260.74)
Total tax expense	2,107.79	1,839.70	1,642.23	5,559.41	5,393.88	7,059.30
Net profit after tax for the period	5,955.64	5,364.19	4,876.02	16,029.18	16,015.20	22,004.08
Other comprehensive income						
(i) Items that will not be reclassified to profit or loss:						
Remeasurements of the defined benefit asset/ (liability)	82.63	(8.54)	(31.81)	65.55	(34.42)	(34.15)
Income tax relating to items that will not be reclassified to profit or loss	(20.80)	2.15	8.01	(16.50)	8.66	8.59
Sub-total (A)	61.83	(6.39)	(23.80)	49.05	(25.76)	(25.56)
(ii) Items that will be reclassified to profit or loss:						
Fair valuation of financial instruments (net)	(325.91)	14.72	64.51	(107.90)	(66.60)	1,165.61
Changes in Cash flow hedge reserve	1,103.71	(886.38)	3.30	65.93	213.68	(338.82)
Income tax relating to items that will be reclassified to profit or loss	(195.76)	219.38	(17.07)	10.56	(37.02)	(208.09)
Sub-total (B)	582.04	(652.28)	50.74	(31.41)	110.06	618.70
Other Comprehensive Income (A + B)	643.87	(658.67)	26.94	17.64	84.30	593.14
Total comprehensive income for the period/ year, net of income tax	6,599.51	4,705.52	4,902.96	16,046.82	16,099.50	22,597.22
Earnings per equity share						
Basic (₹)	6.18	5.58	5.08	16.65	16.68	22.91
Diluted (₹)	6.09	5.48	5.02	16.39	16.47	22.50
	Not annualised	Not annualised	Not annualised	Not annualised	Not annualised	Annualised
Face value per share (₹)	10.00	10.00	10.00	10.00	10.00	10.00

See accompanying notes to the unaudited standalone financial results



Notes to the unaudited standalone financial results for the quarter and year to date period ended 31 December 2025

- 1 Vivriti Capital Limited ("the Company") is a Middle Layer Non-Banking Financial Company (NBFC-ML), registered with the Reserve Bank of India ("the RBI").
- 2 The above unaudited standalone financial results for the quarter and year to date period ended 31 December 2025 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on 11 February 2026. The above results for the quarter and year to date period ended 31 December 2025 have been reviewed by the statutory auditors of the Company. The auditors have issued an unmodified limited review report.
- 3 The unaudited standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ('Ind AS') 34 - "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations 2015. The financial results have been drawn up on the basis of Ind AS, that are applicable to the Company as at 31 December 2025. Any application guidance/ clarifications / directions issued by the RBI or other regulators are implemented as and when they are issued/ applicable.
- 4 There are no separate reportable segments in accordance with Ind AS 108 on "Operating Segments" in respect of the Company.
- 5 Other equity includes Statutory Reserves as per Section 45-IC of Reserve Bank of India Act 1934, balance in Securities Premium Account, Employee Stock Options Outstanding Account and Retained earnings comprising of reserves in statement of profit and loss and other comprehensive income.
- 6 In terms of the requirement as per RBI notifications no. - RBI/DOR/2025-26/359 DOR.ACC. REC. No.278/21 .04.018/2025-26 dated 28 November 2025 on implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income recognition, Asset Classification and Provisioning (IRACP) Norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the Company exceeds the total provision required under IRACP (including standard asset provisioning) as at 31 December 2025 and accordingly, no amount is required to be transferred to impairment reserve.
- 7 Disclosures pursuant to RBI Notification - RBI/DOR/2025-26/359 DOR.ACC. REC. No.278/21 .04.018/2025-26, 'Master Direction - Reserve Bank of India (NonBanking Financial Companies - Financial Statements: Presentation and Disclosures) Directions, 2025' read with RBI/DOR/2025-26/352 DOR.STR.REC.271/21 .04.048/2025-26, 'Master Direction - Reserve Bank of India (Non-Banking Financial Companies - Transfer and Distribution of Credit Risk) Directions 2025 dated 28 November 2025.

a) Details of loans (not in default) acquired through assignment during the year to date period ended 31 December 2025:

Amount of loans acquired through assignment (INR in Lakhs)	31,767.01
Weighted average maturity in months	15.81
Weighted average holding period in months	8.41
Retention of beneficial economic interest	1%-10%
Coverage of tangible security	0%-100%
Rating-wise distribution of rated loans	Unrated

b) Details of transfer of loans (not in default) during the year to date period ended 31 December 2025.

Particulars	To Banks	To others
Number of loans sold	93,118	4,226
Aggregate amount (INR in Lakhs)	32,082.60	3,000.02
Sale consideration(INR in Lakhs)	28,874.34	3,000.02
Number of transactions	4	1
Weighted average maturity in months (remaining)	9.90	23.94
Weighted average holding period in months (after origination)	5.23	10.83
Retention of beneficial economic interest (average)	10%	0%
Coverage of tangible security coverage Rating wise distribution of rated loans Number of	NA	NA
Number of transferred loans replaced	NA	NA



8 Analytical ratios / disclosures required under Regulation 52 / 54 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Ref	Quarter ended			Year to date period ended		Year ended
		31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Debt-equity ratio (No. of times)	8.1	3.73	3.83	3.31	3.73	3.31	3.48
Outstanding optionally convertible redeemable preference shares (Quantity and Value)		Nil	Nil	Nil	Nil	Nil	Nil
Debt redemption reserve (Amount in lakhs)		Nil	Nil	Nil	Nil	Nil	Nil
Capital redemption reserve (Amount in lakhs)		Nil	Nil	Nil	Nil	Nil	Nil
Net worth (Amount in lakhs)	8.2	2,31,786.61	2,24,895.56	2,07,830.23	2,31,786.61	2,07,830.23	2,14,691.43
Net profit after Tax (Amount in lakhs)		5,955.64	5,364.19	4,876.02	16,029.18	16,015.20	22,004.08
Earnings per share (Not annualised for the interim periods)							
Basic (₹)		6.18	5.58	5.08	16.65	16.68	22.91
Diluted (₹)		6.09	5.48	5.02	16.39	16.47	22.50
Total debts to total assets (%)	8.3	74.63%	75.76%	72.07%	74.63%	72.07%	71.46%
Net profit margin (%)	8.4	13.60%	13.07%	14.58%	13.27%	16.36%	16.13%
Sector specific equivalent ratios							
(i) Gross Non-Performing Assets (GNPA) Ratio (%)	8.5	2.44%	2.49%	1.90%	2.44%	1.90%	1.89%
(ii) Net Non-Performing Assets (NNPA) Ratio (%)	8.6	0.88%	0.94%	0.58%	0.88%	0.58%	0.71%
(iii) Capital adequacy ratio or capital-to-risk weighted assets ratio	8.7	20.51%	20.10%	22.14%	20.51%	22.14%	21.02%

8.1 Debt-equity ratio is (Debt Securities+Borrowings (Other than debt securities) - Bank overdrafts - Unamortized issues expenses) / Net worth.

8.2 Net worth is equal to Equity share capital + Other equity + Convertible preference share capital.

8.3 Total debts to total assets is (Debt Securities and Borrowings (other than debt securities) - Bank overdrafts - Unamortized issues expenses) / Total assets

8.4 Net profit margin is Net profit after tax / Total Revenue from operations

8.5 GNPA Ratio is Gross Stage 3 assets/ Gross assets under management. Asset under management includes loans, investments in non-convertible debentures, investment in pass through certificates.

8.6 NNPA Ratio is (Gross Stage 3 assets - Impairment Loss allowance for Stage 3 assets) / (Gross Assets under management - Impairment allowance for Stage 3 assets).

8.7 Capital adequacy ratio or capital-to-risk weighted assets ratio (CRAR) is computed by dividing company's Tier I and Tier II capital by risk weighted assets.

8.8 The information related to Debt Service Coverage Ratio, Interest Service Coverage ratio, Current ratio, long term debt to working capital ratio, bad debts to accounts receivable ratio, current liability ratio, debtors turnover, inventory turnover and operating margin have not been included as these disclosures are not applicable to the Company considering the nature of business undertaken by the Company.

9 The Company does not have any listed non-convertible redeemable preference shares and accordingly disclosures under regulation 52(6) of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

10 Pursuant to the notification of 4 New Labour Codes by Government of India viz the Code on Wages, 2019, Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 collectively referred to as "The New Labour Codes" w.e.f. 21 November 2025, the Company has reassessed its employee benefit obligations based on the revised definition of wages and expanded eligibility criteria. The impact of these have resulted in an increase in Employee Benefit expenses by INR 164.90 Lakhs for the quarter and year to date period ended December 2025. The Company continues to monitor the developments and will review its estimates as further clarifications and Rules are notified.

11 On 27 June 2024, the Board of Directors of the Company has approved a scheme or arrangement, amongst Vivriti Capital Limited, Hari and Company Investments Madras Private Limited, Vivriti Next Limited, Vivriti Asset Management Private Limited and Vivriti Funds Private Limited and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 in conjunction with business combinations between the entities referred to herewith. The scheme inter-alia has been approved by the National Company Law Tribunal, Chennai bench vide order No. CP/CAA/37/2025 dated 9th December 2025 read with order No. IA/CA/256/2025 dated 19th December 2025. Certified to be true copies of such orders have been received by the Company on 2nd January 2026 and 2nd February 2026 respectively.

Pursuant to such order received, the Company shall within thirty days from the date of the receipt of such order cause a certified copy of the same to be delivered to the Registrar of Companies for registration. On such document being filed, the effective date of such scheme shall be identified as per the terms of Part I Section C Clause 13(f) of the aforementioned scheme of arrangement. The scheme of arrangement can be further referred to in the link - <https://www.vivriticapital.com/vivriti-group-scheme-of-restructuring.html>. The event however does not have any impact on the unaudited standalone financial results for the quarter and year to date period ended 31 December 2025.

12 All outstanding non-convertible listed debt securities are secured by way of an exclusive charge on identified receivables of the Company with security cover of 1.08 times of outstanding amount on such securities at any point in time. All outstanding non-convertible unlisted debt securities are secured by way of an exclusive charge on identified receivables of the Company with security cover of 1.11 times of outstanding amount on such securities at any point in time. There are no unsecured non-convertible securities.

For and on behalf of the Board of Directors
Vivriti Capital Limited

Vineet Sukumar

Vineet Sukumar
Managing Director
DIN: 06848801



Place: Chennai
Date: 11 February 2026





Disclosure in terms of Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31 December 2025

- a) Debt Equity ratio as on 31 December 2025 is 3.73.
- b) The Company is not required to create Debenture redemption reserve and Capital Redemption reserve in terms of the Companies (Share Capital and Debentures) Rules, 2014 read with the Companies (Share Capital and Debentures) Amendment Rules, 2019.
- c) Net worth as on 31 December 2025 is ₹ 2,31,786.61 Lakhs.
- d) Net Profit after tax for the quarter ended 31 December 2025 is ₹ 5,955.64 Lakhs.
- e) Earnings per share for the quarter ended 31 December 2025 (not annualised): Basic – ₹ 6.18 and Diluted - ₹ 6.09.
- f) Outstanding Optionally Convertible Redeemable Preference Share Capital as on 31 December 2025 is Nil.
- g) Total debts to total assets ratio as on 31 December 2025 is 74.63%.
- h) Gross Non-Performing Assets (GNPA) Ratio as on 31 December 2025 is 2.44%.
- i) Net Non-Performing Assets (NNPA) Ratio as on 31 December 2025 is 0.88%.
- j) Capital adequacy ratio or capital-to-risk weighted assets ratio (CRAR) as on 31 December 2025 is 20.51%.
- k) Net profit margin (%) for the quarter ended 31 December 2025 is 13.60%.
- l) The information related to Debt Service Coverage Ratio, Interest Service Coverage ratio, Current ratio, long term debt to working capital ratio, bad debts to accounts receivable ratio, current liability ratio, debtors turnover, inventory turnover and operating margin have not been included as these disclosures are not applicable to the Company considering the nature of business undertaken by the Company.

For and on behalf of **Vivriti Capital Limited**

Vineet Sukumar
Managing Director
DIN: 06848801

Address: Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai – 600002

Date: 11 February 2026



February 11, 2026

To,

Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Sub: Statement of utilisation and material deviation in use of issue proceeds as per Regulation 52(7) and 52(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended December 31, 2025

Dear Sir/ Madam,

As required under Regulation 52(7) & 52(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby declare that there were no Non-Convertible Debentures which were raised during the quarter ended December 31, 2025.

Accordingly, submission of Statement of utilization and material deviation in use of issue proceeds for the quarter ended December 31, 2025, is not applicable.

Kindly take the same on record.

For and on behalf of **Vivriti Capital Limited**

Vineet Sukumar
Managing Director
DIN: 06848801

**Address: Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai – 600002**

Encl: a/a





February 11, 2026

To

BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai - 400 001

Sub: Intimation under Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the quarter ended December 31, 2025

Dear Sir/ Ma'am,

Pursuant to Regulation 54 of Listing Regulations read with SEBI Circular dated May 19, 2022, as amended from time to time, the Security Cover Certificate containing the disclosure of extent and nature of security created and maintained with respect to secured listed non-convertible debentures of the Company for the quarter ended December 31, 2025, is enclosed herewith.

Kindly take the same on record.

For and on behalf of **Vivriti Capital Limited**

Vineet Sukumar
Managing Director
DIN: 06848801
Address: Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai – 600002

Encl: a/a

SUNDARAM & SRINIVASAN

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Independent Auditor's Report on Security Cover as at December 31, 2025 under Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) for submission to the Stock Exchanges and Debenture Trustees (the "Debenture Trustees")

To

The Board of Directors

Vivriti Capital Limited ("The Company")

1. This Report is Issued In accordance with the Engagement Letter dated 06-02-2026.
2. We, Sundaram & Srinivasan, Chartered Accountants, are the Statutory Auditors of the Company and have been requested by the Company to examine the accompanying Statement showing 'Security Cover' for the listed non-convertible debt securities as at December 31, 2025 (the "Statement") which has been prepared by the Company from the unaudited financial results and other relevant records and documents maintained by the Company as at and for the period ended December 31, 2025 pursuant to the requirements of the Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the "SEBI Regulations"), and has been initialed by us for identification purpose only.

This Report is required by the Company for the purpose of submission with Catalyst Trusteeship Limited, Beacon Trusteeship Limited (the "Debenture Trustees") of the Company and to BSE Limited ("Stock Exchange") to ensure compliance with the SEBI Regulations and SEBI Circular bearing Ref No. SEBI/HO/MIRSD/MIRSO_CRADT/CIR/P/2022/67 dated May 19, 2022 ("the circular") in respect of its listed non-convertible debt securities as at December 31, 2025 ("Debentures"). The Company has entered into agreement(s) with the Debenture Trustee ("Debenture Trust Deed") in respect of such Debentures, as indicated in the Statement.

Management Responsibility

3. The preparation of the Statement is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The Management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI circular, SEBI Regulations, Companies Act, 2013 and other applicable laws and regulations, as applicable.
5. The Management is also responsible to ensure that Security Cover Ratio as on December 31, 2025, is in compliance with SEBI circular no. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022, with the minimum

HS



SUNDARAM & SRINIVASAN
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security cover requirement of hundred percent as per the SEBI Regulations as given in Annexure I attached to this certificate.

Auditor's Responsibility

6. Our responsibility, for the purpose of this certificate is to verify the particulars contained in the Statement, on the basis of the Unaudited financial results and other relevant records and documents maintained by the Company and to certify security cover ratio is minimum hundred percent as per the minimum requirement stated in SEBI Regulations.
7. We have reviewed the Standalone Financial Statements for the quarter ended December 31, 2025, and year to date results from April 1, 2025, to December 31, 2025, prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified conclusion dated February 11, 2026. Our review of these financial results for period ended December 31, 2025, was conducted in accordance with the Standards on Auditing (SAs), issued by the Institute of Chartered Accountants of India ("ICAI") respectively as notified under section 143(10) of Companies Act.
8. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements".
10. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
11. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the Statement:
 - (a) Obtained and read the Debenture Trust Deed and the Information Memorandum in respect of the secured Debentures and noted the security cover percentage required to be maintained by the Company in respect of such Debentures, as indicated in Annexure I of the Statement.
 - (b) Traced and agreed the principal amount of the Debentures outstanding as on December 31, 2025, to the reviewed financial statement of the Company and unaudited books of account maintained by the Company as at December 31, 2025;



SUNDARAM & SRINIVASAN

CHARTERED ACCOUNTANTS

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- (c) Obtained and read the particulars of security cover required to be provided in respect of Debentures as indicated in the Debenture Trust Deed and the Information Memorandum.
- (d) Traced the value of assets indicated in Annexure I of the Statement to the unaudited financial result of the Company and unaudited books of account maintained by the Company as on December 31, 2025.
- (e) Obtained the list of security created in the register of charges maintained by the Company and 'Form No. CHG-9' filed with Ministry of Corporate Affairs. Traced the value of charge created against assets to the security cover.
- (f) Obtained the list and value of assets placed under lien or encumbrance for the purpose of obtaining any other loan and determined that such assets are not included in the calculation of security cover in respect of the Debentures.
- (g) Examined and verified that the Company has complied with all the covenants in respect of its listed non-convertible debt securities wherever applicable.
- (h) Examined and verified the arithmetical accuracy of the computation of security cover indicated in Annexure I of the Statement.

Conclusion

12. Based on the procedures performed by us, as referred to in paragraph 11 above and according to the information and explanations received and Management representations obtained, nothing has come to our attention that causes us to believe that the Company has not:
- a) maintained requisite security cover or security cover as per the terms of the Information Memorandum and Debenture Trust deed.
 - b) extracted, computed the particulars and the security cover ratio as disclosed in the statement accurately
 - c) complied with all applicable covenants as per the terms of Information Memorandum and Debenture trust deed for securities this certificate is issued.



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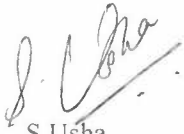
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Restriction on Use

13. The Report has been issued at the request of the Company, solely in connection with the purpose mentioned in paragraph 2 above and to be submitted with the accompanying Statement to the Stock Exchange and Debenture Trustees and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this certificate for events and circumstances occurring after the date of this report.

For Sundaram & Srinivasan
Chartered Accountants
FRN 004207S



S Usha

Partner

Membership Number 211785

UDIN: 26211785SYRSZL4242



Place: Chennai

Date: February 11, 2026

Statement of Security Cover as at 31 December 2025, pursuant to requirements of regulation 54(3) read with regulation 56(1)(d) of Securities And Exchange Board of India (Listing Obligations And Disclosure requirements) Regulations, 2015

Annexure I

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari- Passu charge (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value							Relating to Column F	
ASSETS														
Property, Plant and Equipment		-	-	-	-	-	2,073.13	-	2,073.13	-	-	-	-	-
Capital Work-in- Progress		-	-	-	-	-	0.51	-	0.51	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	928.81	-	928.81	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	1,402.45	-	1,402.45	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	1,814.37	-	1,814.37	-	-	-	-	-
Investments		39,409.21	-	-	-	-	22,300.20	-	61,709.41	-	39,409.21	-	-	39,409.21
Loans		1,73,754.82	20,043.97	-	-	-	8,17,543.82	-	10,11,342.62	-	1,73,754.82	-	-	1,73,754.82
Inventories		-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables		-	-	-	-	-	1,538.80	-	1,538.80	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	39,166.69	-	39,166.69	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	19,664.15	-	-	-	14,699.06	-	34,363.21	-	-	-	-	-
Others		-	-	-	-	-	25,290.69	-	25,290.69	-	-	-	-	-
Total		2,13,164.03	39,708.13	-	-	-	9,26,758.54	-	11,79,630.69	-	2,13,164.03	-	-	2,13,164.03
LIABILITIES														
Debt securities to which this certificate pertains		1,97,004.18	18,131.27	-	-	-	-	-	2,15,135.45	-	1,97,004.18	-	-	1,97,004.18
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt	Commercial Papers	-	-	-	-	-	-	-	45,588.12	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings		-	-	-	-	-	-	-	-	-	-	-	-	-
Bank	Term Loan from Banks	-	4,09,705.75	-	-	-	-	-	4,09,705.75	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-
Others	Term Loan from other parties and loans repayable on demand	-	2,00,718.38	-	-	-	-	-	2,00,718.38	-	-	-	-	-
Trade payables		-	-	-	-	-	-	-	2,440.91	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	-	-	1,173.24	-	-	-	-	-
Provisions		-	-	-	-	-	-	-	22,819.93	-	-	-	-	-
Others		-	-	-	-	-	-	-	50,262.30	-	-	-	-	-
Total		1,97,004.18	6,28,555.40	-	-	-	-	-	9,47,844.08	-	1,97,004.18	-	-	1,97,004.18
Cover on Book Value		1.08									1.08			1.08
Cover on Market Value														
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									



Statement of Security Cover as at 31 December 2025, pursuant to requirements of regulation 54(3) read with regulation 56(1)(d) of Securities And Exchange Board of India (Listing Obligations And Disclosure requirements) Regulations, 2015

Annexure II

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars		Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
	Description of asset for which this certificate relate	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari- Passu charge (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+ N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value						Relating to Column F		
ASSETS														
Property, Plant and Equipment		-	-	-	-	-	2,073.13	-	2,073.13	-	-	-	-	-
Capital Work-in- Progress		-	-	-	-	-	0.51	-	0.51	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	928.81	-	928.81	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	1,402.45	-	1,402.45	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	1,814.37	-	1,814.37	-	-	-	-	-
Investments		-	39,409.21	-	-	-	22,300.20	-	61,709.41	-	-	-	-	-
Loans		20,043.97	1,73,754.82	-	-	-	8,17,543.82	-	10,11,342.62	-	20,043.97	-	-	20,043.97
Inventories		-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables		-	-	-	-	-	1,538.80	-	1,538.80	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	39,166.69	-	39,166.69	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	19,664.15	-	-	-	14,699.06	-	34,363.21	-	-	-	-	-
Others		-	-	-	-	-	25,290.69	-	25,290.69	-	-	-	-	-
Total		20,043.97	2,32,828.18	-	-	-	9,26,750.54	-	11,79,630.69	-	20,043.97	-	-	20,043.97
LIABILITIES														
Debt securities to which this certificate		18,131.27	1,97,004.18	-	-	-	-	-	2,15,135.45	-	18,131.27	-	-	18,131.27
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt	Commercial Papers	-	-	-	-	-	-	-	45,588.12	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings		-	-	-	-	-	-	-	-	-	-	-	-	-
Bank	Term Loan from Banks	-	4,09,705.75	-	-	-	-	-	4,09,705.75	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-
Others	Term Loan from other parties and loans repayable on demand	-	2,00,718.38	-	-	-	-	-	2,00,718.38	-	-	-	-	-
Trade payables		-	-	-	-	-	-	-	2,440.91	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	-	-	1,173.24	-	-	-	-	-
Provisions		-	-	-	-	-	-	-	22,819.93	-	-	-	-	-
Others		-	-	-	-	-	-	-	50,262.30	-	-	-	-	-
Total		18,131.27	8,07,428.31	-	-	-	-	-	9,47,844.08	-	18,131.27	-	-	18,131.27
Cover on Book Value		1.11									1.11			1.11
Cover on Market Value														
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									

