



DMI FINANCE PRIVATE LIMITED

August 13, 2025

**To,
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001**

Subject: Outcome of the Board Meeting of DMI Finance Private Limited (“the Company”) held on Wednesday, August 13, 2025.

Dear Sir/Madam,

Pursuant to Regulation 51(2) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) read with Part B of Schedule III of the Listing Regulations (as amended from time to time), we wish to inform you that the Board of Directors of the Company at its Meeting held on Wednesday, August 13, 2025, has inter-alia, considered and approved/noted the following:

- a) Unaudited Standalone Financial Results of the Company for the quarter ended June 30, 2025 along with the Limited Review Report issued by the Statutory Auditors of the Company thereon pursuant to Regulation 52 of Listing Regulations, enclosed as **Annexure-I**.
- b) Accepted and taken note of the resignation dated August 13, 2025 of Mr. Arpit Baheti as Interim Chief Financial Officer and Key Managerial Personnel (KMP) of the Company with effect from the commencement of the Business hours of August 13, 2025.
- c) Appointment of Mr. Pratik Adatia as Chief Financial Officer and Key Managerial Personnel (KMP) of the Company w.e.f. August 13, 2025.

Also find enclosed herewith the following:

- I. Disclosure pursuant to Regulation 52(4) of Listing Regulations along with aforesaid Unaudited Standalone Financial Results.
- II. Security Cover Certificate pursuant to Regulation 54 and 56 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024, as amended from time to time, enclosed as **Annexure-II**.

Please note that the said Board Meeting commenced at 05:00 PM (IST) and concluded at 08:40 PM (IST).

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U64990DL2008PTC182749
Website: <https://www.dmifinance.in/>



DMI FINANCE PRIVATE LIMITED

The above results are also being made available on the Company's website i.e. <https://www.dmifinance.in/>

You are requested to kindly take the same on your records.

Thanking You,

**Yours sincerely,
For DMI Finance Private Limited**

**Reena Jayara
Company Secretary and Compliance Officer**

Registered Office:
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New
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Website: <https://www.dmifinance.in/>

Enclosed: As Above

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Quarterly Unaudited Standalone Financial Results of DMI Finance Private Limited Pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report To,
The Board of Directors
DMI Finance Private Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of DMI Finance Private Limited ("the Company") for the quarter ended June 30, 2025 together with the notes thereon (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Regulations").
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 (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data, thus providing less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. **Conclusion**

Based on our review conducted as above, nothing has come to our attention that cause us to believe that the accompanying Statement of unaudited standalone financial results, prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed or that it contains material misstatement.

5. **Emphasis of matter**

We draw attention to Note 14 of the unaudited standalone financial results, which describes the event relating to the search operation conducted by the Income Tax Department under Section 132 of the Income-tax Act, 1961 at the premises of the Company, in April 2025. The management has represented that it is in the process of evaluating the implications of the said proceedings, and that the outcome and the consequential financial impact, if any, are currently not ascertainable.

Our conclusion is not modified in respect of this matter.

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NANGIA & CO LLP

CHARTERED ACCOUNTANTS

6. Other Matters

The comparative financial information of the Company for the quarter ended June 30, 2024, were reviewed by another auditor who expressed an unmodified conclusion on those unaudited standalone financial results on August 12, 2024. Accordingly, we do not express any conclusion, as the case may be, on the figures reported in the unaudited standalone financial results for the quarter ended June 30, 2024.

Our conclusion is not modified in respect of this matter.

For **Nangia & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069

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Date: 2025.08.13
20:00:12 +05'30'

Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 25601788BMKSHN4485

Place: New Delhi

Date: August 13, 2025

Registered office: 2nd Floor, B-27 Soami Nagar, New Delhi-110017 Delhi 110017

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DMI Finance Private Limited
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749
Statement of unaudited standalone financial results for the quarter ended June 30, 2025
(All Amount in Rs. millions, unless stated otherwise)

Particulars	For the quarter ended June 30, 2025	For the quarter ended March 31, 2025 [#]	For the quarter ended June 30, 2024	For the year ended March 31, 2025
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Revenue from operations				
Interest income	4,120.77	5,270.92	6,814.73	26,419.10
Dividend income	-	-	-	-
Fees and commission Income	395.19	604.87	1,239.71	3,712.55
Net gain on fair value changes	445.67	401.16	99.06	840.78
Total revenue from operations	4,961.63	6,276.95	8,153.50	30,972.43
Other income	7.96	52.24	89.24	169.70
Total Income	4,969.59	6,329.19	8,242.74	31,142.13
Expenses				
Finance costs	1,053.46	1,448.06	1,713.71	7,037.10
Fees and commission expense	326.39	404.48	322.57	2,026.11
Impairment on financial instruments	2,472.76	3,653.31	3,433.66	14,811.50
Employee benefits expense	530.38	470.72	534.54	2,015.46
Depreciation, amortization and impairment	39.55	42.98	30.58	157.93
Other expenses	1,055.04	1,380.42	1,163.39	5,016.77
Total expenses	5,477.58	7,399.97	7,198.45	31,064.87
Profit/(loss) before tax	(507.99)	(1,070.78)	1,044.29	77.26
Tax expense:				
(1) Current tax	-	(506.98)	486.00	152.30
(2) Deferred tax	(120.53)	241.73	(218.71)	(128.15)
Income Tax Expense	(120.53)	(265.25)	267.29	24.15
Net profit/(loss) after tax	(387.46)	(805.53)	777.00	53.11
Other comprehensive income				
a) Items that will not be reclassified to profit or loss				
(i) Re-measurement gains on gratuity	(3.88)	3.56	-	(3.68)
(ii) Net gain/loss on fair value of equity instruments through other comprehensive income	-	13.62	(7.79)	5.89
Income tax relating to above	0.98	(4.33)	1.96	(0.56)
Subtotal (a)	(2.90)	12.85	(5.83)	1.65
b) Items that will be reclassified to profit or loss				
(i) Gain/(loss) on Fair Value changes	-	-	-	-
Income tax relating to above	-	-	-	-
Subtotal (b)	-	-	-	-
Total other comprehensive income (a+b)	(2.90)	12.85	(5.83)	1.65
Total comprehensive income	(390.36)	(792.68)	771.17	54.76
Paid-up equity share capital (face value of Rs. 10 per equity share)				7,426.32
Other equity				61,105.67
Earnings per share (EPS)*				
- Basic (amount in Rs.)	(0.52)	(1.08)	1.05	0.07
- Diluted (amount in Rs.)	(0.52)	(1.08)	1.03	0.07

*EPS for the quarter ended June 30, 2025, June 30, 2024 and March 31, 2025 are not annualized.

Refer Note 12



DMI Finance Private Limited

**Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749**

Statement of Unaudited Standalone Financial Results for the quarter ended June 30, 2025

[Regulation 52 read with Regulation 54(2) of the SEBI (LODR) Regulations, 2015]

Notes to the unaudited financial results:

1. The above unaudited standalone financial results have been reviewed by the Audit Committee of DMI Finance Private Limited ("the Company") at their meeting held on August 13, 2025 and approved by the Board of Directors of the Company at their meeting held on August 13, 2025. These results have been prepared in accordance with the requirement of Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended).
2. In accordance with Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, limited review of standalone financial results for the quarter ended has been carried out by the statutory auditors.
3. The standalone financial results have been prepared in accordance with applicable Indian Accounting Standards, as notified under the Companies (Indian Accounting Standards) Rules, 2015, and as specified under section 133 of the Companies Act 2013.
4. The Managing Director (Chief Operating Decision Maker) reviews the operations at the Company level. The operations of the Company fall under "financing activities" only, which is considered to be the only reportable segment in accordance with the provisions of Ind AS 108 – Operating Segments. The Company operates in a single geographical segment, i.e. domestic.
5. During the quarter ended June 30, 2025 the Company has granted a total of 8,40,678 options to its employees.
6. Disclosures in compliance with Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2025 is given in Annexure 1.
7. Disclosures pursuant to Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021 in terms of RBI circular RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021: INR (In millions)

Details of stressed loans transferred during the quarter ended June 30, 2025		
Particulars	To ARCs	To permitted transferees
No. of accounts	-	-
Aggregate principal outstanding of loans transferred - (in millions)	-	-
Weighted average residual tenor of the loans transferred	-	-

Net book value of loans transferred (at the time of transfer) – (in millions)	-	-
Aggregate consideration	-	-
Additional consideration realized in respect of accounts transferred in earlier years	-	-

8. Details of acquisition through assignment in respect of loans not in default during the quarter ended June 30, 2025: INR (In millions)

Particulars	From lenders listed in Clause 3	From ARCs
Aggregate principal outstanding of loans acquired	128.07	-
Aggregate consideration paid	130.63	-
Weighted average residual tenor of loans acquired	22 months	-
Retention of beneficial economic interest by the originator	10%	-
Coverage of tangible security	NA	-
Rating wise distribution of rated loans	NA	-
Mode of acquisition of pool	Assignment	-

9. All the Secured non-convertible debenture (NCD) are fully secured by first and exclusive charge by hypothecation of book debts/loan to the extent stated in the information memorandum. Further, the Company has maintained Security Cover as stated in the information memorandum which is sufficient to discharge the principal amount at the time of repayment of the non-convertible debt securities issued.
10. The above unaudited standalone results are available on the stock exchange website (www.bseindia.com) and the website of the Company (www.dmifinance.in).
11. The Reserve Bank of India has issued the Scale Based Regulation (SBR), which is a revised regulatory framework for Non-Banking Financial Companies (NBFCs). This framework is outlined in Circular No. RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated October 19,2023 (as amended from time to time). The Framework classifies NBFCs into four categories: Base Layer (NBFC-BL), Middle Layer (NBFC-ML), Upper Layer (NBFC-UL), and Top Layer (NBFC-TL). The Company is classified as a "Middle Layer" entity in accordance with the Framework.
12. The figures for the quarter ended March 31, 2025 are the balancing figures between the audited figures for the year ended March 31, 2025 and the reviewed nine months ended December 31, 2024.

13. The figures for the quarter ended June 30,2024 have been reviewed by the previous auditor of the Company S.N Dhawan & Co. LLP who have issued an unqualified review report.
14. The Income Tax Department ('the Department') conducted a search operation (the 'search') under section 132 of Income Tax Act, 1961 at the premises of the Company in the month of April, 2025. The Company has provided all support and co-operation and the necessary details to the Department, as requested by the Department. The Company is examining and reviewing the matter and will take appropriate action, including addressing regulatory actions, if and when they occur.

While the uncertainty exists regarding the outcome of the proceedings by the department, the Company after considering all available information and facts as on date, has not identified the need for any adjustments to the current or prior period financial statements.

15. The comparative figures as disclosed in these results have been regrouped/reclassified, wherever necessary.

**For and on behalf of the Board of Directors of
DMI Finance Private Limited**

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Date: 2025.08.13
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Shivashish Chatterjee
Managing Director
DIN: 02623460
Date: August 13, 2025
Place: NOIDA



DMI Finance Private Limited
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CIN - U64990DL2008PTC182749

Annexure 1

Disclosure in compliance with Regulation 52(4) of the SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015

Particulars	Description	For the Quarter ended June 30, 2025 (Unaudited)	For the Quarter ended March 31,2025 (Audited)	For the Quarter ended June 30, 2024 (Unaudited)	For the Year ended March 31,2025 (Audited)
Debt Equity Ratio (Nos. of times):	[(Debt securities+ Borrowings (other than Debt Securities))/Total equity]	0.51	0.64	1.09	0.64
Debenture Redemption Reserve		NA	NA	NA	NA
Capital Redemption Reserve (INR in millions)		81.21	81.21	81.21	81.21
Debt service coverage ratio		NA	NA	NA	NA
Interest service coverage ratio		NA	NA	NA	NA
Outstanding redeemable preference shares (Nos.)		NA	NA	NA	NA
Inventory turnover		NA	NA	NA	NA
Debtor turnover		NA	NA	NA	NA
Operating margin		NA	NA	NA	NA
Net profit/(loss) after tax (INR in millions)		-387.46	-805.53	777.00	53.11
Net profit/(loss) margin	Net profit/(loss) after tax / total revenue from operations	-7.81%	-12.83%	9.53%	0.17%
Basic earnings per share(for the period)**		-0.52	-1.08	1.05	0.07
Diluted earnings per share(for the period)**		-0.52	-1.08	1.03	0.07
Outstanding redeemable preference shares (Amount)		NA	NA	NA	NA
Net Worth (Total Equity) (INR in millions)	Total equity	68,214.21	68,531.99	69,014.54	68,531.99
Current Ratio (Nos. of times)	(Current assets / Current liabilities)	NA	NA	NA	NA
Long term debt to working capital		NA	NA	NA	NA
Bad debts to Account receivable ratio		NA	NA	NA	NA
Current liability ratio	(Current liabilities / Total outside liabilities)	NA	NA	NA	NA
Total debts to total assets	[(Debt securities+ Borrowings (other than Debt Securities))/Total assets]	32.60%	37.98%	50.67%	37.98%
Gross Non-Performing Assets	Gross Stage III loans Exposure at default (EAD) / Gross total loans EAD	6.81%	4.71%	2.57%	4.71%
Net Non-Performing Assets	(Gross Stage III loans EAD - Impairment loss allowance for Stage III) / (Gross total loans EAD- Impairment loss allowance for Stage III)	3.90%	2.69%	1.56%	2.69%
Capital to risk weighted Assets Ratio (Tier I + Tier II)		65.30%	61.06%	44.63%	61.06%
Security cover ratio (no. of times) #	Amount of secured assets / Secured debt	1.32	1.30	1.47	1.30
Provision coverage ratio (%)	(Impairment loss allowance for Stage III/ Gross Stage III loans EAD)	44.41%	44.12%	40.11%	44.12%
Liquidity Coverage Ratio(calculated as per RBI guidelines)		2084% ^{###}	1203% ^{###}	404%	1203% ^{###}

**EPS for the quarter ended June 30, 2025, June 30, 2024 and March 31,2025 are not annualized.

Security cover ratio is given for listed non-convertible debt securities only.

^{###} Investment in mutual funds is included while computing High-quality liquid assets (HQLA) for Liquidity Coverage ratio.



DMI FINANCE PRIVATE LIMITED

August 13, 2025

Annexure-II

To
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Subject: Security Cover certificate and Certificate for compliance with the covenants.

Dear Sir/Madam,

Pursuant to Regulation 54 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended from time to time) (“**Listing Regulations**”) and other applicable provisions of Listing Regulations, we hereby, declare that the Secured Listed Non-Convertible Debentures (NCDs) issued by the Company are secured by way of first exclusive charge by hypothecation of book debts/loans to the extent stated in the Offer Document/Placement Memorandum as on June 30, 2025.

The Security Cover Certificate certified by M/s Nangia & Co. LLP (Firm Registration Number- 002391C/N500069), Statutory Auditors of the Company as on June 30, 2025 is enclosed herewith pursuant to Regulation 54 and Regulation 56 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024.

Further, pursuant to Regulation 54(2) of Listing Regulations, the extent and nature of security created and maintained with respect to secured listed NCDs is also disclosed in the Unaudited Standalone Financial Results of the Company for quarter ended June 30, 2025.

You are requested to kindly take the same on records.

Thanking Yours

Yours sincerely,

For DMI Finance Private Limited

Reena Jayara
Company Secretary and Compliance Officer

Enclosed: As above

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Independent Auditor's Certificate on Security Cover and Compliance with all Covenants as at June 30, 2025 under 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 "Debenture Trustee")

To,
The Board of Directors
DMI Finance Private Limited
Express Building, 3rd Floor,
9-10, Bahadur Shah Zafar Marg,
New Delhi - 110002

Dear Sirs,

1. This certificate is issued in accordance with the terms of our engagement letter dated October 07, 2024 with DMI Finance Private Limited (hereinafter the "Company") to issue a certificate on security cover.
2. We Nangia & Co. LLP, Chartered Accountants, are the Statutory Auditors of **DMI Finance Private Limited** and have been requested by the Management of the Company to examine the accompanying Statement showing 'Security Cover' for the listed non-convertible debt securities as at June 30, 2025 (the "Statement") which has been prepared by the Management of the Company from the unaudited financial results and other relevant records and documents maintained by the Company as at and for the period ended June 30, 2025 pursuant to the requirements of the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 15(1)(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993 (as amended), (collectively referred to as the 'SEBI Regulations'), and has been initiated by us for identification purpose only.

This certificate is required by the Company for the purpose of submission with BSE Limited and Axis Trustee Services Limited (the "Debenture Trustee") of the Company to ensure compliance with the SEBI Regulations in respect of its listed non-convertible debt securities as at June 30, 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's Responsibility

3. The preparation and completeness of the accompanying Statement and other relevant records and documents 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 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 the requirements of the SEBI Regulations and for providing all relevant information to the Debenture Trustee and complying with all the covenants as prescribed in the Debenture Trust Deeds entered into between the Company and the Debenture Trustee.

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Auditor's Responsibility

5. Pursuant to the requirements as mentioned in paragraph 2 above, it is our responsibility to provide a limited assurance as to whether the Company has maintained security cover as per the terms of the Debenture Trust Deed and the Company is in compliance with all the covenants as mentioned in the Debenture Trust Deed as on June 30, 2025.

This does not include the evaluation of adherence by the Company with all the applicable guidelines of the Regulations, Offer documents / Information memorandum and Debenture Trust deeds.

6. 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 in so far as applicable for the purpose of this Certificate, which includes the concepts of test checks and materiality.
7. 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.
8. Our scope of work did not involve us performing audit tests for the purposes of expressing a 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 certificate. Accordingly, we do not express such an opinion.
9. The unaudited financial results for the quarter ended June 30, 2025, have been reviewed by us, on which we have issued an unmodified conclusion vide our report dated August 13, 2025. Our review of these financial results was conducted 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 ("ICAI"). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement.
10. A limited assurance engagement includes performing procedures to obtain sufficient appropriate audit evidence on the applicable criteria, as mentioned in paragraph 5 above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance and 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:
- a) Obtained unaudited Financial Results for the quarter ended June 30, 2025;
 - b) Obtained and read the Debenture Trust Deed in respect of the secured Debentures and noted the asset cover percentage required to be maintained by the Company in respect of such Debentures, as indicated in the Statement;
 - c) Traced and agreed the principal amount of the Debentures outstanding as on June 30, 2025 to the unaudited financial results of the Company;

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- d) Obtained and read the particulars of security cover required to be provided in respect of Debentures as indicated in the Debenture Trust Deed and compared it with the information furnished in the Statement. Traced the value of assets indicated in the Statement to the unaudited financial results, books of accounts and other relevant records maintained by the Company;
- e) Obtained the particulars of security created in the register of charges maintained by the Company and 'Form No. CHG-9' filed with Ministry of Corporate Affairs ('MCA'). Traced the value of charge created against Assets as the Security Cover indicated in the Statement.
- f) With respect to compliance with financial covenants specified in the Debenture Trust Deed as per the Annexure - 1.1 & 1.2, we have performed the following procedures:
 - i) Compared the financial covenants computed by the management as at June 30, 2025 with the requirements stipulated in the Debenture Trust Deed to verify whether such covenants are in compliance with the requirements of the Debenture Trust Deed;
 - ii) Performed necessary inquiries with the management regarding any instances of non-compliance of covenants during the period ended June 30, 2025;
- g) With respect to covenants other than those mentioned in paragraph 10 (f) above, the management has represented and confirmed the status of the covenants for the period ended June 30, 2025 whether complied or not including affirmative, informative, and negative covenants, as prescribed in the Trust Deeds, as at June 30, 2025. We have relied on the same and not performed any independent procedure in this regard; Performed necessary inquiries with the Management and obtained necessary representations.
- h) Examined and verified the arithmetical accuracy of the computation of Security Cover, in the accompanying Statement.
- i) Performed necessary inquiries with the Management and obtained necessary representations.

Conclusion

- 11. Based on procedures performed by us as given in paragraph 10 above and according to the information, explanation and representations provided to us by the Management of the Company, read with notes given in the Statement, nothing has come to our attention that causes us to believe that the Company has not maintained security cover as per the terms of the Debenture Trust Deed and the Company is not in compliance with the financial covenants as mentioned in the Debenture Trust Deed.

✓

Registered office: 2nd Floor, B-27 Soami Nagar, New Delhi-110017 Delhi 110017

Corporate Office: Fourth Floor, Iconic Tower, URMI Estate, Ganpat Rao Kadam Marg, Lower Parel, Mumbai - 400013

Ph.: +91 22 4474 3400, email: info@nangia.com, website: www.nangia.com

LLP Registration NO. AAJ-1379 | (registered with limited liability)

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

Restriction of use

12. This certificate is solely addressed to and provided to the Board of Directors of the Company for the purpose of onward submission to the Debenture Trustee and BSE Limited and is not to be used for any other purpose or to be distributed to any other parties. 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 without our prior consent in writing. This report relates only to the items specified above and does not extend to any financial statements of the Company taken as a whole. We have no responsibility to update this report for events and circumstances occurring after June 30, 2025.

For Nangia & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069



Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 25601788BMKSHO8734

Place: New Delhi

Date: August 13, 2025

Registered office: 2nd Floor, B-27 Soami Nagar, New Delhi-110017 Delhi 110017

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Annexure 1.1

Notes:

i. The Statement of Security Cover as of June 30, 2023 is prepared as per the requirements of securities and exchange controls in India (including compliance with a statement of security cover) and is not audited by any independent auditor.

v. Debt securities includes principal outstanding of listed non convertible debt of Rs. 20,225

For OME Finance Private Limited



COMPLIANCE OF COVENANTS INCLUDING FINANCIAL COVENANTS

Part A: Asset coverage in respect of listed debt securities as at June 30, 2025

ISIN wise details in respect of listed secured debt securities

S.No.	ISIN	Facility	Type of charge	Total Outstanding as at June 30, 2025	Cover Required*	Asset Required	Asset - Receivables hypothecated	All amounts in Rs. / millions Asset Cover
1	INE604O07175*	NCD	Hypothecation over bank receivables	2,114.33	125%	2,642.91	2,873.36	136%
2	INE604O07183*	NCD	Hypothecation over bank receivables	312.65	125%	390.81	423.38	135%
3	INE604O07191	NCD	Hypothecation over bank receivables	1,501.94	110%	1,652.14	1,895.32	126%
4	INE604O08132	NCD	Unsecured	4,659.06	NA	NA	NA	NA
5	INE604O08140	NCD	Unsecured	134.84	NA	NA	NA	NA
6	INE604O08157	NCD	Unsecured	571.14	NA	NA	NA	NA
		Total		9,293.96		4,685.86	5,192.07	

*As per respective debenture trust deeds, Asset cover is required to be maintained on outstanding principal plus accrued interest.

Part B: Compliance with respect to the listed debt securities outstanding as at June 30, 2025

S.No.	ISIN	Facility	Date of Trust deed	Covenant Description	Compliance
1	INE604O07175	NCD	21-Nov-23	Covenants as referred in clause 10.3 (a) to (f), clause 10.4, clause 10.5, clause 10.6 of the debenture trust deed dated 21 November, 2023	Complied
2	INE604O07183	NCD	24-Jan-24	Covenants as referred in clause 10.3 (a) to (d), clause 10.4, clause 10.5, clause 10.6 of the debenture trust deed dated 24 January 2024	Complied
3	INE604O08132	NCD	11-Mar-24	Covenants as referred in clause 9.3, clause 9.4, clause 9.5, of the debenture trust deed dated 11 March 2024	Complied
4	INE604O08140	NCD	03-Jun-24	Covenants as referred in clause 9.3, clause 9.4, clause 9.5, of the debenture trust deed dated 03 June 2024	Complied
5	INE604O07191	NCD	27-Sep-24	Covenants as referred in clause 10.3, 10.4, 10.5, 10.6 of the debenture trust deed dated 27 September 2024	Complied
6	INE604O08157	NCD	16-Oct-24	Covenants as referred in clause 9.3, clause 9.4, clause 9.5, of the debenture trust deed dated 16 October 2024	Complied

Note:

- a. The Company has a process in place to monitor all covenants (including financial covenants) on a regular basis. We confirm that the company has complied with all covenants pertaining to its listed

For DMI Finance Private Limited

