

May 15, 2026

**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 Friday, May 15, 2026

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 Friday, May 15, 2026, has inter-alia, considered and approved the following:

- a) Audited Standalone Financial Results of the Company for the quarter and financial year ended March 31, 2026 along with the Statement of Assets and Liabilities and Statement of Cash Flows of the Company as at the end of financial year March 31, 2026 and Audit Report by the Statutory Auditors of the Company thereon pursuant to Regulation 52 of Listing Regulations, enclosed herewith.
- b) Audited Consolidated Financial Results of the Company for the financial year ended March 31, 2026 along with the Statement of Assets and Liabilities and Statement of Cash Flows of the Company as at the end of financial year March 31, 2026 and Audit Report by the Statutory Auditors of the Company thereon pursuant to Regulation 52 of Listing Regulations, enclosed herewith.
- c) Appointment of Ms. Meena Hemchandra (DIN: 05337181) as an Additional Director (Non-Executive) on the Board of the Company with immediate effect. Further, such appointment shall be considered for regularization as Non-Executive Director in the ensuing General Meeting of the Company.

Also find enclosed herewith the following:

- I. Disclosure pursuant to Regulation 52(4) of Listing Regulations along with aforesaid Audited Standalone & Consolidated financial results.
- II. The Declaration pursuant to first proviso of Regulation 52(3)(a) of Listing Regulations.
- III. Security Cover Certificate pursuant to Regulation 54 and 56 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025, as amended from time to time.

IV. Statement of Utilization of issue proceeds and Statement of deviation and variation in use of issue proceeds of Non-Convertible Securities for the quarter ended March 31, 2026 pursuant to Regulation 52(7) and 52(7A) of Listing Regulations.

Please note that the said Board Meeting commenced at 5:15 PM (IST) and concluded at 9:15 PM (IST).

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**

Enclosed: As Above

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Report on the Quarterly and Year-to-Date Audited Standalone Financial Results of the 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

To,
The Board of Directors of
DMI Finance Private Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying Statement of Standalone Financial Results of DMI Finance Private Limited (the "Company") for the quarter ended March 31, 2026 and year-to-date Standalone Financial Results for the period from April 01, 2025 to March 31, 2026 ("the Statement") attached herewith 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 ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the aforesaid Standalone Financial Results:

- a. are presented in accordance with the requirements of regulation 52 the Listing Regulations in this regard; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, prescribed under section 133 of the Companies Act, 2013, as amended ("the Act") read with Companies (Indian Accounting Standards) Rules, 2015, RBI Guidelines and other accounting principles generally accepted in India of the standalone net profit, other comprehensive income and other financial information for the quarter ended March 31, 2026 as well as the year-to-date Standalone Financial Results for the period from April 01, 2025 to March 31, 2026.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 16 of the 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 opinion is not modified in respect of above matter.

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

Management and Those Charged with Governance Responsibility for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Company's Management and the Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the Indian accounting standards prescribed under section 133 of the Act read with 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 in compliance with Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Management and the Board of Directors are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management and the Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Standalone Financial Results.

As part of an Audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and the Board of Directors.

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NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Auditor's Responsibilities for the Audit of the Standalone Financial Results (*Continued*)

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial results, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Company, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The Statement include the results for the quarter ended March 31, 2026, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year which were subject to limited review by us, as required under the Listing Regulations.

Our opinion is not modified in respect of above matter.

For **Nangia & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069

JASPREET
SINGH BEDI

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JASPREET SINGH
BEDI
Date: 2026.05.15
19:23:57 +05'30'

Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788YGBQAL8276

Place: Mumbai

Date: May 15, 2026

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
Audited Standalone Statement of Assets and Liabilities as at March 31, 2026
(All Amount in Rs. millions, unless stated otherwise)

Particulars	As at March 31, 2026 (Audited)	As at March 31, 2025 (Audited)
<u>ASSETS</u>		
Financial assets		
Cash and cash equivalents	10,052.19	8,939.10
Bank balance other than cash and cash equivalents	1,609.81	2,482.26
Trade receivables	255.66	88.78
Loans	71,332.52	75,354.34
Investments	9,520.25	23,640.43
Other financial assets	1,317.48	598.58
Total financial assets	94,087.91	1,11,103.49
Non financial assets		
Current tax assets (net)	1,624.11	1,434.05
Deferred tax assets (net)	1,886.23	2,171.07
Property, plant and equipment	172.74	142.53
Right of use asset	440.56	398.51
Intangible assets under development	3.80	3.71
Other intangible assets	29.27	35.73
Other non financial assets	283.32	299.40
Total non financial assets	4,440.03	4,485.00
Assets held for sale	75.00	75.00
TOTAL ASSETS	98,602.94	1,15,663.49
<u>LIABILITIES AND EQUITY</u>		
LIABILITIES		
Financial liabilities		
Payables		
A) Trade payables		
(i) total outstanding dues of micro and small enterprises	21.76	8.11
(ii) total outstanding dues of creditors other than micro and small enterprises	1,651.40	1,054.16
B) Other payables		
(i) total outstanding dues of micro and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro and small enterprises	618.34	858.26
Debt securities	5,945.67	9,267.30
Borrowings (other than Debt Securities)	19,173.28	34,664.21
Lease liabilities	500.33	460.69
Other financial liabilities	583.21	496.14
Total financial liabilities	28,493.99	46,808.87
Non financial liabilities		
Provisions	201.29	174.56
Other non-financial liabilities	151.97	148.07
Total non financial liabilities	353.26	322.63
Equity		
Equity share capital	7,426.32	7,426.32
Other equity	62,329.37	61,105.67
	69,755.69	68,531.99
TOTAL LIABILITIES AND EQUITY	98,602.94	1,15,663.49



DMI Finance Private Limited
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749

Statement of audited standalone financial results for the quarter and year ended March 31, 2026
(All Amount in Rs. millions, unless stated otherwise)

Particulars	For the quarter ended	For the quarter ended	For the quarter ended	For the year ended	For the year ended
	March 31, 2026 #	December 31, 2025 #	March 31, 2025 #	March 31, 2026	March 31, 2025
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Revenue from operations					
Interest income	3,720.90	3,209.10	5,270.92	14,448.42	26,419.10
Fees and commission Income	357.25	347.93	604.87	1,453.31	3,712.55
Net gain on fair value changes	113.24	233.00	401.16	1,104.67	840.78
Total revenue from operations	4,191.39	3,790.03	6,276.95	17,006.40	30,972.43
Other income (Refer Note 13)	29.53	310.61	52.24	363.36	169.70
Total Income	4,220.92	4,100.64	6,329.19	17,369.76	31,142.13
Expenses					
Finance costs	416.60	484.95	1,447.06	2,739.42	7,036.10
Fees and commission expense	243.06	189.58	404.48	908.24	2,026.11
Impairment on financial instruments	825.81	442.77	3,653.31	5,100.96	14,811.50
Employee benefits expense	514.83	551.46	470.72	2,126.11	2,015.46
Depreciation, amortization and impairment	47.59	43.74	42.98	171.51	157.93
Other expenses	1,581.14	1,172.46	1,381.42	4,920.02	5,017.77
Total expenses	3,629.03	2,884.96	7,399.97	15,966.26	31,064.87
Net profit/(loss) before tax	591.89	1,215.68	(1,070.78)	1,403.50	77.26
Tax expense:					
(1) Current tax	1.26	37.24	(506.98)	38.50	152.30
(2) Deferred tax	144.32	242.35	241.73	299.44	(128.15)
Income Tax Expense	145.58	279.59	(265.25)	337.94	24.15
Net profit/(loss) after tax	446.31	936.09	(805.53)	1,065.56	53.11
Other comprehensive income					
a) Items that will not be reclassified to profit or loss					
(i) Re-measurement gains on gratuity	7.05	13.26	3.56	12.55	(3.68)
(ii) Net gain/(loss) on fair value of investments through other comprehensive income (Refer Note 18)	(70.07)	(0.39)	13.62	(70.46)	5.89
Income tax relating to above	15.86	(3.24)	(4.33)	14.58	(0.56)
Subtotal (a)	(47.16)	9.63	12.85	(43.33)	1.65
b) Items that will be reclassified to profit or loss					
(i) Net gain/(loss) on fair value of debt instruments through other comprehensive income (Refer Note 18)	(1.31)	1.23	-	(0.08)	-
Income tax relating to above	0.35	(0.33)	-	0.02	-
Subtotal (b)	(0.96)	0.90	-	(0.06)	-
Total other comprehensive income (a+b)	(48.12)	10.53	12.85	(43.39)	1.65
Total comprehensive income	398.19	946.62	(792.68)	1,022.17	54.76
Paid-up equity share capital (face value of Rs. 10 per equity share)				7,426.32	7,426.32
Other equity				62,329.37	61,105.67
Earnings per share (EPS)*					
- Basic (amount in Rs.)	0.60	1.26	(1.08)	1.43	0.07
- Diluted (amount in Rs.)	0.59	1.25	(1.08)	1.42	0.07

*EPS for the quarter ended March 31,2026, December 31,2025 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
Standalone Statement of Cash Flows for the year ended March 31, 2026
(All Amount in Rs. millions, unless otherwise stated)

	For the year ended March 31, 2026	For the year ended March 31, 2025
	(Audited)	(Audited)
A Cash flow from operating activities:		
Profit/ (Loss) before tax	1,403.50	77.26
Adjustments for		
Depreciation and amortisation	171.51	157.93
Net gain on fair value changes	(1,104.67)	(840.78)
Impairment on financial instruments	7,471.58	16,330.27
Interest expense for leasing arrangements	46.78	43.74
Effective interest rate adjustment for financial instruments	93.82	108.82
Interest income	(13,638.20)	(26,262.82)
Finance cost	2,591.13	6,857.29
Gratuity and compensation absences	74.12	63.91
Interest income deposits with bank	(159.75)	(156.28)
Employee stock option/share warrant expense	201.53	309.66
Operating profit/(loss) before working capital changes	(2,848.65)	(3,311.00)
(Increase)/Decrease in financial and other assets	(4,674.90)	27,096.22
Increase/(Decrease) in financial and other liabilities	605.50	(324.49)
(Increase)/Decrease in non financial assets	16.08	(76.27)
Increase/(Decrease) in non financial liabilities	(30.95)	(171.95)
Cash flow from/ (used in) from operations before adjustment of interest paid and received	(6,932.92)	23,212.51
Interest received	13,952.65	26,480.76
Interest (paid)	(2,738.59)	(7,127.21)
Cash flow from/ (used in) from operations	4,281.14	42,566.06
Direct taxes paid (net of refunds)	(228.56)	(1,457.79)
Net cash flow generated from / (used in) operating activities (A)	4,052.58	41,108.27
B Cash flow from investing activities:		
Inflow (outflow) on account of :		
Purchase of Property, plant and equipment (including capital work-in-progress)/ intangible assets	(101.35)	(77.32)
Purchase of investment	(87,059.91)	(1,39,321.82)
Sale of investment	1,02,214.22	1,22,818.37
Movement of fixed deposits (net)	872.45	(1,330.47)
Interest income deposits with bank	184.67	133.77
Net cash flow from / (used in) investing activities (B)	16,110.08	(17,777.47)
C Cash flow from financing activities:		
Proceed from issue of equity shares (including share premium)	-	8.29
Proceeds from borrowings		
Proceeds from borrowings (other than debt securities)	12,862.28	42,048.77
Repayment of borrowings (other than debt securities)	(28,428.66)	(66,997.00)
Proceeds from debt securities	800.00	10,900.72
Repayment of debt securities	(4,140.00)	(10,501.25)
Lease payments	(143.19)	(110.75)
Net cash flow from/(used in) generated from financing activities (C)	(19,049.57)	(24,651.21)
Net increase in cash and cash equivalents (A+B+C)	1,113.09	(1,320.41)
Cash and cash equivalents as at the beginning of the year	8,939.10	10,259.51
Cash and cash equivalents at the end of the year	10,052.19	8,939.10
Notes:		
1) Components of cash and cash equivalents	As at March 31, 2026	As at March 31, 2025
Cash on hand	0.03	0.07
Balance with banks		
In current accounts and overdraft accounts	9,552.16	8,589.03
deposits with original maturity of less than 3 months	500.00	350.00
Total cash and cash equivalents	10,052.19	8,939.10
2) Statement of Cash Flows has been prepared under indirect method as set out in the IND AS 7 "Statement of Cash Flows"		



DMI Finance Private Limited

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

**Statement of Audited Standalone Financial Results for the quarter and year ended
March 31, 2026**

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

Notes to the audited standalone financial results:

1. The above standalone financial results have been reviewed by the Audit Committee of DMI Finance Private Limited (“the Company”) at their meeting held on May 14, 2026 and approved by the Board of Directors of the Company at their meeting held on May 15, 2026. 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, audit of standalone financial results for the quarter and year 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 Makers) review 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 year ended March 31, 2026 the company has granted a total of 12,52,811 options to its employees and employees of group companies.
6. Disclosures in compliance with Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter and year ended March 31, 2026 is given in Annexure 1.
7. Disclosures pursuant to Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 (RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26) dated November 28, 2025.

INR (In millions)

Details of stressed loans transferred during the year ended March 31, 2026		
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 year ended March 31, 2026:

	INR (In millions)	
Particulars	From lenders listed in Clause 3	From ARCs
Aggregate principal outstanding of loans acquired	1,245.99	-
Aggregate consideration paid	1,444.37	-
Weighted average residual tenor of loans acquired	141 months	-
Retention of beneficial economic interest by the originator	10%	-
Coverage of tangible security as on March 31, 2026 (only for secured loans)	286%	-
Rating wise distribution of rated loans	NA	-
Mode of acquisition of pool	Assignment	-
Weighted average holding period by the company (in months)	14	-

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 audited 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 Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025 (RBI/DOR/2025-26/339 DOR.FIN.REC.No.258/03.10.119/2025-26) dated November 28, 2025 (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, 2026 are the balancing figures between the audited figures for the year ended March 31, 2026 and the reviewed nine months ended December 31, 2025. The figures for the quarter ended December 31, 2025 are the balancing figures between the reviewed figures for the nine months ended December 31, 2024 and six month ended September 30, 2025. 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. During the year ended March 31, 2026, the company transferred its Technology Division, consisting of group of assets, to Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited), a subsidiary, on a going-concern basis. The transfer was effected for a lump-sum consideration of Rs. 243.80 million on basis of fair valuation report. The consideration has been settled in kind through the issuance of 1,78,60,805 equity shares of face value ₹10 each at an issue price of ₹13.65 per share, pursuant to a business transfer agreement executed between the Company and its subsidiary as approved in Company's Board meeting dated October 15,2025
14. During the year ended March 2026, the Company refined its ECL methodology by incorporating forward-looking macroeconomic variables and scenario-based assumptions. The revised framework enhances the assessment of portfolio credit risk and aligns the Company's provisioning approach with evolving industry practices and regulatory guidance. Consequently, the ECL provision includes the impact arising from the revised methodology.
15. The Government of India has notified New Labour Codes with effect from November 21, 2025. Based on actuarial report and the assessment carried out by the Company on certain estimates and assumptions, the Company has estimated the incremental impact of Rs.15.92 million on Provision for gratuity and there is no incremental impact on Compensated Absences leaves. Currently, the finalisation of Central and State Rules on the New Labour Codes is awaited, based on which the above estimates and assumptions will be re-assessed.
16. The Income-Tax authorities had conducted search operation under section 132 of Income Tax Act, 1961 during the month of April 2025 at the premises of the Company. Thereafter, the Company had received notice under Section 158BC of the Income-tax Act, 1961 dt. September 26, 2025 to prepare true and correct return of undisclosed income, for the block period 01/04/2019-09/06/2025. The Company filed the return on November 22, 2025 declaring NIL undisclosed income.

Upon submission of the return for the block period, subsequent notices received u/s 143(2) and u/s 142(1) of the Income-tax Act, 1961, calling for production of further documents and information in respect of the return filed for the block period. The information is being provided by the Company to the Income-Tax authorities on requisite basis.

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.

17. Details of resolution plan implemented under the Resolution framework for COVID-19 related stress as per RBI circular dated August 6, 2020 (Resolution Framework – 1.0) and May 5, 2021 (Resolution Framework 2.0) are given below:

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (March 31,2025)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (Sep 30,2025)
Personal loans	6.31	-	0.54	1.63	4.14
Of which MSMEs	0.13	-	-	0.08	0.05
Others	6.18	0	0.54	1.55	4.08
Corporate Persons	-	-	-	-	-
Total	6.31	-	0.54	1.63	4.14

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (September 30 ,2025)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (March 31, 2026)
Personal loans	4.14	0.02	0.16	0.05	3.91
Of which MSMEs	0.05	-	-	-	0.05
Others	4.08	0.02	0.16	0.05	3.86
Corporate Persons	-	-	-	-	-
Total	4.14	0.02	0.16	0.05	3.91

18. Net gain / (loss) on fair valuation of investments recognized in Other Comprehensive Income amounting to Rs. 70.54 million for the year ended March 31, 2026 includes the impact arising from measurement of investments using different levels of inputs under the fair value hierarchy, comprising:
- Listed Non-Convertible Debentures (NCDs) and Treasury Bills, being marketable securities, valued using quoted prices in active markets (Level 1 inputs); and
 - Unquoted Compulsorily Convertible Preference Shares (CCPS) and units of DMI AIF Special Opportunities Scheme, valued using valuation techniques involving Level 3 inputs.

19. 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**

**SHIVASHISH
CHATTERJEE**

Digitally signed by SHIVASHISH
CHATTERJEE
Date: 2026.05.15 19:14:49 +05'30'

Shivashish Chatterjee

Managing Director

DIN: 02623460

Date: May 15, 2026

Place: New Delhi

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

Annexure 1

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

Particulars	Description	For the Quarter ended March 31, 2026 (Audited)	For the Quarter ended December 31, 2025 (Unaudited)	For the Quarter ended March 31, 2025 (Audited)	For the Year ended March 31, 2026 (Audited)	For the Year ended March 31, 2025 (Audited)
Debt Equity Ratio (Nos. of times):	[(Debt securities+ Borrowings (other than Debt Securities))/Total equity]	0.36	0.22	0.64	0.36	0.64
Debenture Redemption Reserve		NA	NA	NA	NA	NA
Capital Redemption Reserve (INR in millions)		81.21	81.21	81.21	81.21	81.21
Debt service coverage ratio		NA	NA	NA	NA	NA
Interest service coverage ratio		NA	NA	NA	NA	NA
Outstanding redeemable preference shares (Nos.)		NA	NA	NA	NA	NA
Inventory turnover		NA	NA	NA	NA	NA
Debtor turnover		NA	NA	NA	NA	NA
Operating margin		NA	NA	NA	NA	NA
Net profit/(loss) after tax (INR in millions)		446.31	936.09	-805.53	1065.56	53.11
Net profit/(loss) margin	Net profit/(loss) after tax / total revenue from operations	10.65%	24.70%	-12.83%	6.27%	0.17%
Basic earnings per share(for the period)**		0.60	1.26	-1.08	1.43	0.07
Diluted earnings per share(for the period)**		0.59	1.25	-1.08	1.42	0.07
Outstanding redeemable preference shares (Amount)		NA	NA	NA	NA	NA
Net Worth (Total Equity) (INR in millions)	Total equity	69,755.69	69,371.91	68,531.99	69,755.69	68,531.99
Current Ratio (Nos. of times)	(Current assets / Current liabilities)	NA	NA	NA	NA	NA
Long term debt to working capital		NA	NA	NA	NA	NA
Bad debts to Account receivable ratio		NA	NA	NA	NA	NA
Current liability ratio	(Current liabilities / Total outside liabilities)	NA	NA	NA	NA	NA
Total debts to total assets	[(Debt securities+ Borrowings (other than Debt Securities))/Total assets]	25.47%	17.55%	37.98%	25.47%	37.98%
Gross Non-Performing Assets	Gross Stage III loans Exposure at default (EAD) / Gross total loans EAD	4.84%	7.18%	4.71%	4.84%	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)	2.57%	3.76%	2.69%	2.57%	2.69%
Capital to risk weighted Assets Ratio (Tier I + Tier II)		71.34%	73.95%	61.06%	71.34%	61.06%
Security cover ratio (no. of times) #	Amount of secured assets / Secured debt	1.34	1.34	1.30	1.34	1.30
Provision coverage ratio (%)	(Impairment loss allowance for Stage III/ Gross Stage III loans EAD)	48.24%	49.43%	44.12%	48.24%	44.12%
Liquidity Coverage Ratio(calculated as per RBI guidelines)		628%	477%	1203%###	628%	1203%###

**EPS for the quarter ended March 31,2026, December 31,2025 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 till July 31,2025

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Report on Year-to-Date Consolidated 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

To,
The Board of Directors of
DMI Finance Private Limited (the "Holding Company")

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying Statement for the year to date Consolidated Financial Results of DMI Finance Private Limited (the "Holding Company") and its Subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its joint venture for the year ended March 31, 2026 ("the Statement") attached herewith being submitted pursuant to the requirements of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on financial results of, subsidiaries and jointly venture the aforesaid Consolidated Financial Results:

- i. include the Annual Financial Results of the Holding Company and entities mentioned in Annexure I
- ii. are presented in accordance with the requirements of regulation 52 the Listing Regulations in this regard; and
- iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS"), prescribed under section 133 of the Companies Act, 2013, as amended ("the Act") read with Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India of the consolidated net profit, consolidated other comprehensive income and other financial information of the Group for the year ended March 31, 2026.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below is sufficient and appropriate to provide a basis for our opinion.

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CHARTERED ACCOUNTANTS

Emphasis of Matter

We draw attention to Note 6 of the accompanying Consolidated 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 Holding 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 opinion is not modified in respect of above matters.

Management and Those Charged with Governance Responsibility for the Consolidated Financial Results

The Statement which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Results that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group including its joint venture in accordance with the Indian Accounting Standards prescribed under section 133 of the Act, the circulars, guidelines and directions read with 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 in compliance with Regulation 52 of the Listing Regulations. The respective Management and the Board of Directors of the entities included in the Group and its joint venture are responsible for maintenance of adequate accounting records for safeguarding of the assets of the Group and its joint venture and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of presentation of the Consolidated Financial Results by the Director of the Holding Company, as aforesaid.

In preparing the Statement, the respective Management and the Board of Directors of the entities included in the Group and joint venture are responsible for assessing the ability of the Group and its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group and its joint venture or to cease operations, or has no realistic alternative but to do so.

The respective Management and the Board of Directors of the entities included in the Group and joint venture are also responsible for overseeing the financial reporting process of the Group and its joint venture.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

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Auditor's Responsibilities for the Audit of the Consolidated Financial Results (*Continued*)

As part of an Audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement as a whole are free from material misstatement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group and its joint venture to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Consolidated Financial Results, of which we are independent auditors. For the other entities included in the Consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding company and such other entities included in the Consolidated Financial Results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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Other Matter

The Consolidated Financial Results include the audited financial results of Four subsidiaries, whose financial results reflect Group's share of total assets of Rs. 2309.70 millions as at March 31, 2026, Group's share of total revenue of Rs. 395.18 millions, Group's share of total net profit/(loss) after tax of Rs. (289.67) millions and total comprehensive income of Rs. (299.65) millions for the period from April 01, 2025, to March 31, 2026, as considered in the consolidated financial results. These annual financial results have been audited by other auditors, whose audit reports have been furnished to us by the management our opinion in so far as it relates to the amounts included in respect of these subsidiaries and a joint venture is based solely on the audit reports of such other auditors and the procedures performed by us as stated above.

The Consolidated Financial Results also include the Group's share of net profit/(loss) after tax of Rs. (16.28) millions for the year ended March 31, 2026, as considered in the Consolidated Financial Statements, in respect of one joint venture. These financial results have been audited by other auditors, whose audit reports are furnished by the management.

For Nangia & Co. LLP

Chartered Accountants

ICAI Firm's Registration Number: 002391C/N500069

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JASPREET SINGH
JASPREET SINGH BEDI
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Date: 2026.05.15
19:27:38 +05'30'

Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788OERMNL2003

Place: Mumbai

Date: May 15, 2026

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

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NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Annexure I

The consolidated annual results include the financial results of the Holding Company, its subsidiaries and joint venture listed below

Sr No.	Entities Name	Relation
1	DMI Finance Private Limited	Holding
2.	DMI Capital Private Limited	Subsidiary
3.	Appnit Technologies Private Limited	Subsidiary
4.	Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited)	Subsidiary
5.	DMI Strategic Advisors Private Limited	Subsidiary
6.	DMI Ampverse Private Limited	Joint Venture

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DMI Finance Private Limited
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749

Audited Consolidated Statement of Assets and Liabilities as at March 31, 2026
(All Amount in Rs. millions, unless stated otherwise)

Particulars	As at	As at
	March 31, 2026	March 31, 2025
	(Audited)	(Audited)
<u>ASSETS</u>		
Financial assets		
Cash and cash equivalents	10,382.15	9,098.99
Bank balance other than cash and cash equivalents	1,642.74	2,514.22
Trade receivables	307.23	99.93
Loans	71,343.16	75,367.31
Investments	7,528.69	21,770.30
Other financial assets	1,312.13	686.62
Total financial assets	92,516.10	1,09,537.37
Non financial assets		
Current tax assets (net)	1,643.30	1,451.24
Deferred tax assets (net)	2,138.03	2,320.90
Property, plant and equipment	178.82	143.71
Right of use asset	440.56	398.51
Capital work in progress	-	-
Intangible assets under development	5.57	3.71
Goodwill	331.63	331.63
Other intangible assets	927.70	689.46
Other non financial assets	472.55	409.36
Total non financial assets	6,138.16	5,748.52
Assets held for sale	75.00	75.00
TOTAL ASSETS	98,729.26	1,15,360.89
<u>LIABILITIES AND EQUITY</u>		
<u>LIABILITIES</u>		
Financial liabilities		
Payables		
A) Trade payables		
(i) total outstanding dues of micro and small enterprises	24.56	8.50
(ii) total outstanding dues of creditors other than micro and small enterprises	1,722.27	1,093.56
B) Other payables		
(i) total outstanding dues of micro and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro and small enterprises	689.05	874.99
Debt securities	5,945.67	9,267.30
Borrowings (other than Debt Securities)	19,173.28	34,664.21
Lease liabilities	500.33	460.69
Other financial liabilities	629.88	496.14
Total financial liabilities	28,685.04	46,865.39
Non financial liabilities		
Provisions	235.28	186.30
Other non-financial liabilities	434.54	224.26
Total non financial liabilities	669.82	410.56
Equity		
Equity share capital	7,426.32	7,426.32
Other equity	61,737.85	60,734.89
Equity attributable to equity shareholders of the company	69,164.17	68,161.21
Non Controlling Interest	210.23	(76.27)
Total Equity	69,374.40	68,084.94
TOTAL LIABILITIES AND EQUITY	98,729.26	1,15,360.89



DMI Finance Private Limited
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749
Audited consolidated financial results for the year ended March 31, 2026
(All Amount in Rs. millions, unless stated otherwise)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
	(Audited)	(Audited)
Revenue from operations		
Interest income	14,451.79	26,370.65
Fees and commission Income	1,766.50	4,417.11
Net gain on fair value changes	1,126.48	874.15
Total revenue from operations	17,344.77	31,661.91
Other income (Refer Note 13)	58.94	135.62
Total Income	17,403.71	31,797.53
Expenses		
Finance costs	2,739.58	7,033.75
Fees and commission expense	1,145.34	2,743.50
Impairment on financial instruments	5,100.96	14,811.50
Employee benefits expense	2,321.30	2,108.81
Depreciation, amortization and impairment	269.24	201.15
Other expenses	5,072.31	5,135.98
Total expenses	16,648.73	32,034.69
Net profit/(loss) before tax	754.98	(237.16)
Tax expense:		
(1) Current tax	38.71	203.65
(2) Deferred tax	200.82	(163.36)
Income Tax Expense	239.53	40.29
Net profit/(loss) after tax	515.45	(277.45)
Share of (Loss) of associate, using equity method	-	-
Share of (Loss) of Joint venture, using equity method	(16.28)	(32.83)
Net Profit after Taxes and share of (Loss) of associate/joint venture	499.17	(310.28)
Other comprehensive income		
a) Items that will not be reclassified to profit or loss		
(i) Re-measurement gains on gratuity	15.37	(3.41)
(ii) Net gain/(loss) on fair value of investments through other comprehensive income (Refer Note 12)	(86.61)	6.72
Income tax relating to above	17.93	(0.83)
Subtotal (a)	(53.31)	2.48
b) Items that will be reclassified to profit or loss		
(i) Net gain/(loss) on fair value of debt instruments through other comprehensive income (Refer Note 12)	(0.08)	-
Income tax relating to above	0.02	-
Subtotal (b)	(0.06)	-
Total other comprehensive income (a+b)	(53.37)	2.48
Total comprehensive income	445.80	(307.80)
Profit for the year attributable to		
- Owners of the Company	538.14	(244.77)
- Non Controlling Interest	(38.97)	(65.51)
Other comprehensive income for the year attributable to		
- Owners of the Company	(53.72)	2.48
- Non Controlling Interest	0.35	-
Total comprehensive income for the year attributable to		
- Owners of the Company	484.43	(242.29)
- Non Controlling Interest	(38.63)	(65.51)
Paid-up equity share capital (face value of Rs. 10 per equity share)	7,426.32	7,426.32
Other equity	61,737.85	60,734.89
Earnings per share (EPS)		
- Basic (amount in Rs.)	0.69	(0.42)
- Diluted (amount in Rs.)	0.68	(0.42)



DMI Finance Private Limited
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002
CIN - U64990DL2008PTC182749
Consolidated Statement of Cash Flows for the year ended March 31, 2026
(All Amount in Rs. millions, unless otherwise stated)

	For the year ended March 31, 2026	For the year ended March 31, 2025
	(Audited)	(Audited)
A Cash flow from operating activities:		
Profit/ (Loss) before tax	754.98	(237.16)
Adjustments for		
Depreciation and amortisation	269.24	201.15
Net gain on fair value changes	(1,126.48)	(874.15)
Impairment on financial instruments	7,471.58	16,330.27
Interest expense for leasing arrangements	46.78	43.74
Effective interest rate adjustment for financial instruments	93.82	(5,761.07)
Interest income	(13,638.20)	(26,208.56)
Finance cost	2,591.13	6,966.11
Liabilities no longer required written back	(0.08)	(0.18)
Gratuity and compensation absences	81.07	65.52
Interest income deposits with bank	(163.12)	(162.09)
Share of (Loss) of Joint venture	(16.28)	(32.83)
Employee stock option/share warrant expense	201.53	309.66
Operating profit/(loss) before working capital changes	(3,434.03)	(9,359.59)
(Increase)/Decrease in financial and other assets	(4,619.60)	32,868.95
Increase/(Decrease) in financial and other liabilities	740.11	(417.73)
(Increase)/Decrease in non financial assets	(63.19)	(92.78)
Increase/(Decrease) in non financial liabilities	518.69	(271.28)
Cash flow from/ (used in) from operations before adjustment of interest paid and received	(6,858.02)	32,087.15
Interest received	13,952.65	26,426.50
Interest (paid)	(2,738.59)	(7,236.03)
Cash flow from/ (used in) from operations	4,356.04	51,277.63
Direct taxes paid (net of refunds)	(230.77)	(1,506.69)
Net cash flow generated from / (used in) operating activities (A)	4,125.27	40,411.35
B Cash flow from investing activities:		
Inflow (outflow) on account of :		
Purchase of Property, plant and equipment (including capital work-in-progress)/ intangible assets	(450.46)	(773.73)
Purchase of investment	(86,814.61)	(1,38,940.82)
Sale of investment	1,02,413.02	1,23,686.11
Movement of fixed deposits (net)	871.48	(1,351.63)
Interest income deposits with bank	188.03	139.58
Net cash flow from / (used in) investing activities (B)	16,207.46	(17,240.49)
C Cash flow from financing activities:		
Proceed from issue of equity shares (including share premium)	-	8.29
Proceeds from borrowings		
Proceeds from borrowings (other than debt securities)	12,862.28	42,048.77
Repayment of borrowings (other than debt securities)	(28,428.66)	(66,997.83)
Proceeds from debt securities	800.00	10,900.72
Repayment of debt securities	(4,140.00)	(10,501.25)
Lease payments	(143.19)	(110.75)
Net cash flow from/(used in) generated from financing activities (C)	(19,049.57)	(24,652.05)
Net increase in cash and cash equivalents (A+B+C)	1,283.16	(1,481.19)
Cash and cash equivalents as at the beginning of the year	9,098.99	10,580.18
Cash and cash equivalents at the end of the year	10,382.15	9,098.99
Notes:		
1) Components of cash and cash equivalents	As at March 31, 2026	As at March 31, 2025
Cash on hand	0.05	0.13
Balance with banks		
In current accounts and overdraft accounts	9,882.10	8,673.51
deposits with original maturity of less than 3 months	500.00	425.35
Total cash and cash equivalents	10,382.15	9,098.99
2) Statement of Cash Flows has been prepared under indirect method as set out in the IND AS 7 "Statement of Cash Flows"		



DMI Finance Private Limited

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

CIN - U64990DL2008PTC182749

Statement of Audited Consolidated financial results for the year ended March 31, 2026

[Regulation 52, read with Regulation 52 (4), of the SEBI (LODR) Regulations, 2015]

Notes to the audited consolidated financial results:

1. The above consolidated financial results have been reviewed by the Audit Committee of DMI Finance Private Limited (“the Company”) at their meeting held on May 14, 2026 and approved by the Board of Directors of the company at their meeting held on May 15, 2026. These results have been prepared in accordance with the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
2. In compliance with Regulation 52 of the Securities Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consolidated annual financial results for the year have been audited by statutory auditors.
3. The consolidated 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 Directors (Chief Operating Decision Makers) review 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 year ended March 31, 2026 the company has granted a total of 12,52,811 options to its employees and employees of group companies.
6. The Income-Tax authorities had conducted search operation under section 132 of Income Tax Act, 1961 during the month of April 2025 at the premises of the Company. Thereafter, the Company had received notice under Section 158BC of the Income-tax Act, 1961 dt. September 26, 2025 to prepare true and correct return of undisclosed income, for the block period 01/04/2019-09/06/2025. The Company filed the return on November 22, 2025 declaring NIL undisclosed income.

Upon submission of the return for the block period, subsequent notices received u/s 143(2) and u/s 142(1) of the Income-tax Act, 1961, calling for production of further documents and information in respect of the return filed for the block period. The information is being provided by the Company to the Income-Tax authorities on requisite basis.

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.

7. The comparative figures as disclosed in these results have been regrouped/reclassified. Whenever necessary.

8. During the year ended March 31, 2026, the company refined its ECL methodology by incorporating forward-looking macroeconomic variables and scenario-based assumptions. The revised framework enhances the assessment of portfolio credit risk and aligns the Company's provisioning approach with evolving industry practices and regulatory guidance. Consequently, the ECL provision includes the impact arising from the revised methodology.
9. During the year ended March 31, 2026, the company transferred its Technology Division, consisting of group of assets, to Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited), a subsidiary, on a going-concern basis. The transfer was effected for a lump-sum consideration of Rs. 243.80 million on basis of fair valuation report. The consideration has been settled in kind through the issuance of 1,78,60,805 equity shares of face value ₹10 each at an issue price of ₹13.65 per share, pursuant to a business transfer agreement executed between the Company and its subsidiary as approved in Company's Board meeting dated October 15,2025.
10. During the year ended March 31, 2026, the company invested in DMI Strategic Advisors Private Limited, thereby making it a subsidiary in the current financial year. Pursuant to this investment, the financial results of DMI Strategic Advisors Private Limited have been consolidated with the Company's financial results in accordance with the applicable Indian Accounting Standards (Ind AS).
11. The Government of India has notified New Labour Codes with effect from November 21, 2025. Based on actuarial report and the assessment carried out by the Company on certain estimates and assumptions, the Company has estimated the incremental impact of Rs.19.31 million on Provision for gratuity and there is no incremental impact on Compensated Absences leaves. Currently, the finalisation of Central and State Rules on the New Labour Codes is awaited, based on which the above estimates and assumptions will be re-assessed.
12. Net gain/(loss) on fair valuation of investments recognized in Other Comprehensive Income includes the impact arising from measurement of investments using different levels of inputs under the fair value hierarchy amounting to Rs. 86.69 million for the year ended March 31, 2026, comprising the following:
 - i) Listed Non-Convertible Debentures (NCDs) and Treasury Bills, being marketable securities, valued using quoted prices in active markets (Level 1 inputs); and
 - ii) Unquoted equity shares and unquoted Compulsorily Convertible Preference Shares (CCPS) and units of DMI AIF Special Opportunities Scheme, valued using valuation techniques involving Level 3 inputs.
13. The above consolidated results are available on the stock exchange website (www.bseindia.com) and the website of the Company (www.dmifinance.in).

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

SHIVASHISH Digitally signed by
CHATTERJEE SHIVASHISH CHATTERJEE
Date: 2026.05.15 19:20:16
+05'30'

Shivashish Chatterjee
Managing Director
DIN: 02623460
Date: May 15,2026
Place: New Delhi



DMI FINANCE PRIVATE LIMITED

DISCLOSURES IN TERMS OF REGULATION 52(4) OF THE LISTING REGULATIONS ON CONSOLIDATED FINANCIAL RESULTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026:

S. No.	Particulars	Year ended March 31, 2026 (Audited)	Year ended March 31, 2025 (Audited)
1	Debt equity ratio	0.36	0.64
2	Debt service coverage ratio	Not Applicable	Not Applicable
3	Interest service coverage ratio	Not Applicable	Not Applicable
4	Outstanding redeemable preference shares (quantity and value)	Not Applicable	Not Applicable
5	Debenture Redemption Reserve	As per Rule 18(7) of Companies (Share Capital and Debenture) Rules, 2014 read with the 2013 Act, no DRR is required in case of privately placed debentures by NBFCs Registered with the RBI under Section 45 IA of the RBI (Amendment) Act, 1997.	As per Rule 18(7) of Companies (Share Capital and Debenture) Rules, 2014 read with the 2013 Act, no DRR is required in case of privately placed debentures by NBFCs Registered with the RBI under Section 45 IA of the RBI (Amendment) Act, 1997.
6	Net Worth (INR in millions)	69,164.17	68,161.21
7	Net profit after tax (INR in millions)	515.45	(277.45)
8	Earnings per share: - Basic (amount in INR) - Diluted (amount in INR)	0.69 0.68	(0.42) (0.42)
9	Current ratio	Not Applicable	Not Applicable
10	Long term debt to working capital	Not Applicable	Not Applicable
11	Bad debts to Account receivable ratio	Not Applicable	Not Applicable
12	Current liability ratio	Not Applicable	Not Applicable
13	Total Debts to Total Assets	25.44%	38.08%
14	Debtors Turnover	Not Applicable	Not Applicable
15	Inventory Turnover	Not Applicable	Not Applicable
16	Operating Margin (%)	Not Applicable	Not Applicable
17	Net Profit Margin (%)	2.97%	-0.88%
18	Sector Specific Equivalent Ratios:		
	Gross NPA	4.84%	4.71%
	Net NPA	2.57%	2.69%
	Provision Coverage Ratio	48.24%	44.12%
	Capital Risk Adequacy Ratio (CRAR)	71.34%	61.06%

Registered Office:
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New
Delhi- 10002
T: +91 11 41204444
F: +91 11 41204000
email: dmf@dmifinance.in
U66499 DL2008PTC182749
Website: <https://www.dmifinance.in/>

Yours sincerely,

For DMI Finance Private Limited




Pratik Adatia
Chief Financial Officer



DMI FINANCE PRIVATE LIMITED

May 15, 2026

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

Subject: Declaration pursuant to first proviso of Regulation 52(3)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Registered Office:
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New
Delhi-110002
T: +91 11 41204444
F: +91 11 41204000
email: dmi@dmifinance.in
U64990DL2008PTC182749
Website: <https://www.dmifinance.in/>

Pursuant to first proviso of Regulation 52(3)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended, we hereby declare that M/s Nangia & Co LLP, Chartered Accountants, Statutory Auditors of the Company have issued the Audit Reports with Unmodified Opinion for Audited Standalone Financial Results of the Company for the quarter and financial year ended March 31, 2026 and Audited Consolidated Financial Results of the Company for the financial year ended March 31, 2026.

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

Thanking You,

Yours sincerely,

For DMI Finance Private Limited

Pratik Adajia

Chief Financial Officer



Independent Auditor's Certificate on Security Cover and Compliance with all Covenants as at March 31, 2026 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 has been issued in accordance with the terms of our engagement letter dated November 13, 2025 with DMI Finance Private Limited (hereinafter the "Company").
2. We, Nangia & Co. LLP, Chartered Accountants, are the Statutory Auditors of DMI Finance Private Limited and have been requested by the Company to examine the accompanying Statement showing 'Security Cover as per the terms of the Debenture Trust Deed / Information Memorandum and Compliance with all covenants' for the listed non-convertible debt securities as at March 31, 2026 (the "Statement") which has been prepared by the Management of the Company from the Standalone financial statements and other relevant records and documents maintained by the Company as at and for the year ended March 31, 2026 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").

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 March 31, 2026 ("Debentures" or "NCDs"). 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.

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

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 March 31, 2026.

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. We have audited the Standalone Financial Statements of the Company for the year ended March 31, 2026 and issued an unmodified audit opinion vide our report dated May 15, 2026. Our audit of such financial statements was conducted in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ('ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free of material misstatement.
9. 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 Standalone Financial Statement for the year ended March 31, 2026;
 - b) Obtained and read the Debenture Trust Deed 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 the Statement;
 - c) Traced and agreed the principal amount of the Debentures outstanding as on March 31, 2026 to the standalone financial statement of the Company and books of accounts maintained by the company as at end for the year ended March 31, 2026;
 - 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 standalone financial statement, books of accounts and other relevant records maintained by the Company;

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- 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 March 31, 2026 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 year ended March 31, 2026;
- g) With respect to covenants other than those mentioned in paragraph 9 (f) above, the management has represented and confirmed the status of the covenants as at March 31, 2026 whether complied or not, including affirmative, informative, and negative covenants, as prescribed in the Trust Deeds, as at March 31, 2026. 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

10. Based on procedures performed by us as given in paragraph 9 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 as at March 31, 2026.

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Restriction of use

11. 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 certificate is shown or into whose hands it may come without our prior consent in writing. This certificate 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 certificate for events and circumstances occurring after March 31, 2026.

For Nangia & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069

JASPREET
SINGH BEDI
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JASPREET SINGH
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Date: 2026.05.15
19:26:08 +05'30'

Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788OKWPUV3320

Place: Mumbai

Date: May 15, 2026

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

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DMI FINANCE PRIVATE LIMITED
CIN - U64990DL2008PTC182749
Express Building, 3rd Floor, Bahadur Shah Zafar Marg, New Delhi-110002

STATEMENT OF SECURITY COVER FOR LISTED NON-CONVERTIBLE DEBT SECURITIES AS ON MARCH 31, 2026

Annexure 1.1

All amount in INR millions																
Particulars	Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column IA	Column J	Column K	Column L	Column M	Column N	Column O
Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	"Debt not backed by any assets offered as security"	(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 (see note 'I' below)	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DRA 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, DRA market value is not applicable)	Total Value =K+L+M+N					
	Book Value	Book Value	Yes/ No	Book Value	Book Value											
ASSETS																
Plant and equipment	-	-	No	-	-	172.74	-	-	-	172.74	-	-	-	-	-	-
Capital work-in-progress	-	-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Right of use assets	-	-	No	-	-	440.56	-	-	-	440.56	-	-	-	-	-	-
Goodwill	-	-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Other intangible assets	-	-	No	-	-	29.27	-	-	-	29.27	-	-	-	-	-	-
Intangible assets under development	-	-	No	-	-	3.80	-	-	-	3.80	-	-	-	-	-	-
Investments	-	-	No	-	-	9,520.25	-	-	-	9,520.25	-	-	-	-	-	-
Loans	136.35	28,246.58	No	-	-	42,949.59	-	-	-	71,332.52	-	136.35	-	-	-	136.35
Inventories	-	-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Trade receivables	-	-	No	-	-	255.66	-	-	-	255.66	-	-	-	-	-	-
Cash and cash equivalents	-	-	No	-	-	10,052.19	-	-	-	10,052.19	-	-	-	-	-	-
Bank Balances other than cash and cash equivalents	-	1,609.73	No	-	-	0.08	-	-	-	1,609.81	-	-	-	-	-	-
Others	-	-	No	-	-	5,186.14	-	-	-	5,186.14	-	-	-	-	-	-
Total	136.35	29,856.31				66,810.28				98,602.24		136.35				136.35
LIABILITIES																
Debt securities to which this certificate pertains	Listed secured NCD	101.80	No	-	-	-	-	-	-	101.80	-	101.80	-	-	-	101.80
Other debt sharing pari-passu charge with/above debt		-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt		-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Subordinated debt		-	No	-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings																
Bank (see note below)	Term loans and cash credits	13,383.34	No	-	-	-	-	-	-	13,383.34	-	-	-	-	-	-
Debt Securities (see note below)	Other listed unsecured NCD, commercial paper	-	No	-	-	-	-	-	5,845.70	5,845.70	-	-	-	-	-	
Others (see note below)	Securitisation -PTC Borrowing	5,831.40	No	-	-	-	-	-	-	5,831.40	-	-	-	-	-	
Trade payables	Excluding other payables	-	No	-	-	1,673.16	-	-	-	1,673.16	-	-	-	-	-	
Lease liabilities		-	No	-	-	500.33	-	-	-	500.33	-	-	-	-	-	
Provisions		-	No	-	-	201.29	-	-	-	201.29	-	-	-	-	-	
Others		-	No	-	-	1,310.23	-	-	-	1,310.23	-	-	-	-	-	
Total		101.80				3,685.91				28,847.25		101.80				101.80
Cover on book value		1.34														
Cover on market value		1.34														

- Notes:**
- i. The Statement of Security Cover as of March 31, 2026 is prepared as per the requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and Securities and Exchange Board of India Regulations, 1993 for submission to BSE Limited (the stock exchange) and Axis Trustee Services Limited (the Debenture Trustee).
 - ii. The borrowings from banks, debt securities, and other borrowings are grossed up with the processing fees for the disclosure in Annexure.
 - iii. Listed and secured debt securities represent outstanding contractual amount + interest outstanding as on March 31, 2026. The borrowings from banks, other borrowings and other debt securities represent outstanding contractual amount only.
 - iv. The Market Value for Assets charged on Exclusive basis is considered the same as the carrying value in the books accordingly not disclosed.
 - v. Debt securities includes principal outstanding of listed non convertible debt of Rs.5845.7 millions which is not secured.
 - vi. The above information is disclosed for the debentures issued upto March 31, 2026.
 - vii. The amounts are extracted from the audited standalone financial statements of the Company for the year ended March 31, 2026.
 - viii. The loans amounting to Rs.850.56 millions under exclusive charge are hypothecated against available sanctioned Cash Credit facilities, with no utilisation outstanding as at March 31, 2026.

For DMI Finance Private Limited

Pratik Adatia Digitally signed by Pratik Adatia
Date: 2026.05.15 19:08:31 +05:30

Authorised Signatory
Pratik Adatia
Chief Financial Officer

Place: New Delhi
Date: 15-05-2026

COMPLIANCE OF COVENANTS INCLUDING FINANCIAL COVENANTS

Part A: Asset coverage in respect of listed debt securities as at March 31, 2026

ISIN wise details in respect of listed debt securities							All amounts in Rs. / millions	
S.No.	ISIN	Facility	Type of charge	Total Outstanding as at March 31, 2026	Cover Required*	Asset Required	Asset - Receivables hypothecated	Asset Cover
1	INE604O07183*	NCD	Hypothecation over loan receivables	101.80	125%	127.25	136.35	134%
2	INE604O08132	NCD	Unsecured	4,368.86	NA	NA	NA	NA
3	INE604O08140	NCD	Unsecured	134.87	NA	NA	NA	NA
4	INE604O08157	NCD	Unsecured	571.01	NA	NA	NA	NA
5	INE604O08165	NCD	Unsecured	809.29	NA	NA	NA	NA
		Total		5,985.83		127.25	136.35	

*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 March 31, 2026

S.No.	ISIN	Facility	Date of Trust deed	Covenant Description	Compliance
1	INE604O07183	NCD	24-Jan-24	Covenants as referred in clause 10.3, clause 10.4, clause 10.5, clause 10.6 of the debenture trust deed dated 24 January 2024	Complied
2	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
3	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
4	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
5	INE604O08165	NCD	02-Feb-26	Covenants as referred in clause 9.3, clause 9.4, clause 9.5, of the debenture trust deed dated 2 February 2026	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 debt securities.

For DMI Finance Private Limited

PRATIK ADATIA Digitally signed by PRATIK ADATIA
Date: 2026.05.15 19:09:28 +05'30'

Authorised Signatory
Pratik Adatia
Chief Financial Officer

Place: New Delhi
Date: 15-05-2026

May 15, 2026

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

Subject: Statement of utilisation of the issue proceeds of Non-Convertible Securities and statement disclosing material deviation(s) in the use of issue proceeds of Non-Convertible Securities for the quarter ended March 31, 2026

Dear Sir/Madam,

Pursuant to Regulation 52(7) and 52(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) read with SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025 (as amended from time to time) and other applicable provisions of Listing Regulations, please find enclosed herewith the statement of utilisation of the issue proceeds of non-convertible securities along with statement disclosing NIL deviation(s) in the use of issue proceeds of non-convertible securities for the quarter ended March 31, 2026.

Further, we submit that, since the proceeds of non-convertible securities have been fully utilized in the said quarter, the filing of statement of deviation(s) or variation(s) shall no longer be applicable to the company going forward.

You are requested to kindly take the same on records.

Thanking You,

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

**Reena Jayara
Company Secretary and Compliance Officer**

Enclosed: As above



Statement of utilization of issue proceeds of Non-Convertible Securities (NCS) & Statement indicating deviation or variation in the use of proceeds of Non-Convertible Securities (NCS)

I. Statement of utilization of issue proceeds of NCS:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/Private placement)	Type of Instrument	Date of raising funds	Amount raised	Fund utilized	Any deviation (Yes/No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
DMI Finance Private Limited	INE604O08165	Private Placement	8.75% Unsecured Rated Listed Redeemable Non-Convertible Debenture	February 03, 2026	INR 80 Crores	INR. 80 Crores	No	-	-

Registered Office:
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New
Delhi-110002
T: +91 11 41204444
F: +91 11 41204000
email: dmf@dmifinance.in
U64990DL2008PTC182749
Website: <https://www.dmifinance.in/>

II. Statement indicating deviation or variation in the use of proceeds of NCS:

TABLE A:

Particulars	Remarks
Name of listed entity	DMI Finance Private Limited
Mode of fund raising	Public issue/ Private placement
Type of instrument	Non-convertible Securities
Date of raising funds	February 03, 2026
Amount raised	INR. 80 Crore
Report filed for quarter ended	March 31, 2026
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	Yes/ No
if yes, details of the approval so required?	NA
Date of approval	NA
Explanation for the deviation/ variation	NA
Comments of the audit committee after review	NA
Comments of the auditors, if any	NA

Objects for which funds have been raised and where there has been a deviation/variation, in the following table:



Original Object	Modified Object, if any	Original allocation	Modified allocation, if any	Funds utilized	Amount of deviation/variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
<p>The funds were raised by the Company for the following purpose:</p> <p>(i) for on-lending towards various other financing activities in accordance with Applicable Law;</p> <p>(ii) for servicing the Financial Indebtedness of the Issuer</p> <p>(iii) for maintenance of the Issuer's liquidity coverage ratio (LCR) (determined in accordance with the directions/guidelines prescribed by the RBI);</p> <p>(iv) for investments by the Issuer in pass-through-certificates issued by special purpose vehicles in accordance with the directions issued by the RBI; and</p> <p>(v) to meet business expenses including working capi-</p>	NA	INR. 80 Crore	-	INR. 80 Crore	-	-



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DMI FINANCE PRIVATE LIMITED

tal require- ments of the Issuer.						
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Deviation could mean:
a. Deviation in the objects or purposes for which the funds have been raised.
b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

Name of Signatory: Mr. Mukesh Kumar
Designation: AVP

Date: May 15, 2026

Registered Office:
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