August 13, 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 Thursday, August 13, 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 Thursday, August 13, 2026, has inter-alia, considered and approved the following:

a) Unaudited Standalone Financial Results of the Company for the quarter ended June 30, 2026 along with the Limited Review Report issued by the Statutory Auditors thereon pursuant to Regulation 52 of Listing Regulations, enclosed as **Annexure-I**.

b) Re-appointment of Mr. Shivashish Chatterjee as the Managing Director and designated as Key Managerial Personnel (KMP) of the Company, for a term of five years commencing from August 16, 2026 to August 15, 2031.

c) Alteration in the Object Clause of Memorandum of Association (MOA), subject to the approval of shareholders of the company in the ensuing General Meeting and other permissions and sanctions, by inserting sub-clause g. after sub-clause f. under Clause III [A] of the MOA of the Company, as follows:

g. To act as a distributor of mutual fund schemes and units thereof, and to market, promote, distribute, solicit and facilitate subscription to, and transactions in, such schemes and products offered by Asset Management Companies (AMCs), mutual funds, trusts or institutions or other entities, whether public or private, in the capacity of a Mutual Fund Distributor or in any other legally permissible capacity, on a fee/commission basis or other lawful consideration and without risk participation; to provide investor support and related services in connection therewith; and to undertake all activities incidental or ancillary thereto, subject to obtaining such registrations, approvals, licences, certifications and permissions as may be required under applicable law and/or any other applicable statutory or regulatory authority.

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 other applicable provisions 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, enclosed **as Annexure-II**.

Please note that the said Board Meeting commenced at 5:30 PM (IST) and concluded at 9:45 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 Digitally signed by REENA JAYARA Date: 2026.08.13 21:49:48 +05'30'

Reena Jayara
Company Secretary and Compliance Officer

Enclosed: As Above

Independent Auditor's Review Report on Quarterly Unaudited 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

Review Report To,
The Board of Directors of
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, 2026 together with notes thereon ("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").

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.

For **Nangia & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 002391C/N500069

JASPREET SINGH BEDI
Digitally signed by JASPREET SINGH BEDI
Date: 2026.08.13 20:11:04 +05'30'

Jaspreet Singh Bedi
Partner
Membership Number: 601788
UDIN: 26601788RJJBFY2224

Place: Mumbai
Date: August 13, 2026

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, 2026
(All Amount in Rs. millions, unless stated otherwise)

Particulars	For the quarter ended June 30, 2026	For the quarter ended March 31, 2026 #	For the quarter ended June 30, 2025	For the year ended March 31, 2026
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Revenue from operations				
Interest income	4,776.84	3,720.78	4,121.35	14,448.02
Fees and commission Income	409.65	357.25	395.19	1,453.31
Net gain on fair value changes	91.13	113.24	445.67	1,104.67
Total revenue from operations	**5,277.62**	**4,191.27**	**4,962.21**	**17,006.00**
Other income	27.40	29.56	7.96	363.73
Total Income	**5,305.02**	**4,220.83**	**4,970.17**	**17,369.73**
Expenses				
Finance costs	714.73	416.60	1,048.75	2,739.42
Fees and commission expense	275.10	243.06	326.39	908.24
Impairment on financial instruments	1,079.08	825.81	2,472.76	5,100.96
Employee benefits expense	558.34	521.96	530.38	2,154.66
Depreciation, amortization and impairment	50.66	47.59	39.55	171.51
Other expenses	1,617.74	1,573.92	1,060.33	4,891.44
Total expenses	**4,295.65**	**3,628.94**	**5,478.16**	**15,966.23**
Net profit/(loss) before tax	**1,009.37**	**591.89**	**(507.99)**	**1,403.50**
Tax expense:				
(1) Current tax	264.43	1.26	-	38.50
(2) Deferred tax	(4.74)	144.32	(120.53)	299.44
Income Tax Expense	259.69	145.58	(120.53)	337.94
Net profit/(loss) after tax	**749.68**	**446.31**	**(387.46)**	**1,065.56**
Other comprehensive income				
a) Items that will not be reclassified to profit or loss				
(i) Re-measurement gains on gratuity	(14.28)	7.05	(3.88)	12.55
(ii) Net gain/(loss) on fair value of investments through other comprehensive income (Refer Note 14)	(0.25)	(70.07)	-	(70.46)
Income tax relating to above	3.66	15.86	0.98	14.58
Subtotal (a)	(10.87)	(47.16)	(2.90)	(43.33)
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 14)	0.01	(1.31)	-	(0.08)
Income tax relating to above	-	0.35	-	0.02
Subtotal (b)	0.01	(0.96)	-	(0.06)
Total other comprehensive income (a+b)	**(10.86)**	**(48.12)**	**(2.90)**	**(43.39)**
Total comprehensive income	**738.82**	**398.19**	**(390.36)**	**1,022.17**
Paid-up equity share capital (face value of Rs. 10 per equity share)				**7,426.32**
Other equity				**62,329.37**
Earnings per share (EPS)*				
- Basic (amount in Rs.)	1.01	0.60	(0.52)	1.43
- Diluted (amount in Rs.)	1.00	0.59	(0.52)	1.42

*EPS for the quarter ended June 30,2026, June 30,2025 and March 31,2026 are not annualized.

Refer Note 13

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, 2026

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

Notes to the unaudited standalone 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 12, 2026 and approved by the Board of Directors of the Company at their meeting held on August 13, 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, limited review of unaudited standalone financial results for the quarter ended has been carried out by the statutory auditors.

3. The unaudited 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, 2026, the company has granted a total of 12,54,940 options to employees of the company and its subsidiaries.

6. Disclosure in compliance with Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 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 as amended.
    i. The Company has not transferred any loans in 'not in default' category during the quarter ended June 30, 2026
    ii. The Company has not transferred any stressed loans during the quarter ended June 30, 2026
    iii. The Company has not acquired any loans in 'not in default' category during the quarter ended June 30, 2026
    iv. The Company has not acquired any stressed loans during the quarter ended June 30, 2026

8. Disclosures related to Co-Lending Arrangements (CLAs) as at June 30, 2026 on an aggregate basis as per Reserve Bank of India (Non-banking Financial Companies – Transfer and Distribution of Credit Risk) Directions, 2025, as amended is given below:

INR (In crores)

S.No	Particulars	As at June 30, 2026
1.	Co-lending exposure quantum of Co-lending arrangements (CLAs)	759.56
2.	Weighted average rate of interest	27.90% charged for its exposure
3.	Fees charged / paid	-
4.	Broad sectors in which CLA was made	Personal Loan
5.	Performance of loans under CLA i) Standard loans (in crore) ii) Non Performing loans (in crore)	 i) 759.47 ii) 0.08
6	Details related to default loss guarantee, if any, etc.	3% default loss guarantee provided by Lending service provider

9. Disclosures related to Project Finance for the quarter ended June 30, 2026 as per Reserve Bank of India (Non-banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 dated November 28, 2025 as amended is given below:

Sr. No.	Particulars	Number of accounts	Total outstanding (in ₹ crore)
1.	Projects under implementation accounts as at the beginning of the quarter.	6	294.49
2.	Projects under implementation accounts sanctioned during the quarter	0	0
3.	Projects under implementation accounts where DCCO has been achieved during the quarter*	1	25.00
4.	Projects under implementation accounts at the end of quarter. (1+2-3)	5	269.49
5.	Out of ‘4’ – accounts in respect of which resolution process involving extension in original / extended DCCO, as the case may be, has been invoked.	0	0
5.1	Out of ‘5’ – accounts in respect of which Resolution plan has been implemented.	0	0
5.2	Out of ‘5’ – accounts in respect of which Resolution plan is under implementation.	0	0
5.3	Out of ‘5’ – accounts in respect of which Resolution plan has failed.	0	0
6	Out of ‘5’, accounts in respect of which resolution process involving extension in original / extended DCCO, as the case may be, has been invoked due to change in scope and size of the project.	0	0
7.	Out of ‘5’, account in respect of which cost overrun associated with extension in original / extended DCCO, as the case may be, was funded	0	0
7.1	Out of ‘7’, accounts where SBCF was sanctioned during financial closure and renewed continuously	0	0
7.2	Out of ‘7’, accounts where SBCF was not pre-sanctioned or renewed continuously	0	0
8	Out of ‘4’ – accounts in respect of which resolution process not involving extension in	0	0

	original / extended DCCO, as the case may be, has been invoked.		
8.1	Out of ‘8’ – accounts in respect of which Resolution plan has been implemented.	0	0
8.2	Out of ‘8’ – accounts in respect of which Resolution plan is under implementation.	0	0
8.3	Out of ‘8’ – accounts in respect of which Resolution plan has failed.	0	0

*Includes the cases in which DCCO was not achieved, but the amount has been received during the quarter.

10. 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.

11. The above unaudited standalone financial results are available on the stock exchange website (www.bseindia.com) and the website of the Company (www.dmifinance.in).

12. 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.

13. 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 figures for the nine months ended December 31, 2025.

14. Net gain / (loss) on fair valuation of investments recognized in Other Comprehensive Income amounting to Rs. (0.24) million for the year quarter ended June 30, 2026 includes the impact arising from measurement of investments using different levels of inputs under the fair value hierarchy, comprising:
    i) Listed Non-Convertible Debentures (NCDs) and Treasury Bills, being marketable securities, valued using quoted prices in active markets (Level 1 inputs); and
    ii) Units of DMI AIF Special Opportunities Scheme, valued using valuation techniques involving Level 3 inputs.

15. Pursuant to a search conducted by the Income-tax Department under Section 132 of the Income-tax Act, 1961 in April 2025, the Company received a notice under Section 158BC requiring it to furnish a return of undisclosed income for the block period from 1 April 2019 to 9 June 2025. The Company has filed the prescribed return declaring Nil undisclosed income and has submitted the information and records sought by the tax authorities. Based on the facts presently available and tax opinion obtained, management has assessed that no material liability is likely to arise from the ongoing proceedings and, accordingly, no adjustment has been considered necessary in these financial results. The Board of Directors has reviewed the assessment and has approved that the ongoing proceedings do not give rise to any material uncertainty requiring adjustment to these financial results at this stage.

16. 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: 2026.08.13 19:55:32 +05'30'

Shivashish Chatterjee
Managing Director
DIN: 02623460
Date: August 13, 2026
Place: New York

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 June 30, 2026 (Unaudited)**	**For the Quarter ended March 31, 2026 (Audited)**	**For the Quarter ended June 30, 2025 (Unaudited)**	**For the Year ended March 31, 2026 (Audited)**
Debt Equity Ratio (Nos. of times):	[(Debt securities+ Borrowings (other than Debt Securities)]/Total equity	0.52	0.36	0.51	0.36
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)		749.68	446.31	(387.46)	1065.56
Net profit/(loss) margin	Net profit/(loss) after tax / total revenue from operations	14.20%	10.65%	-7.81%	6.27%
Basic earnings per share(for the period)**		1.01	0.60	-0.52	1.43
Diluted earnings per share(for the period)**		1.00	0.59	-0.52	1.42
Outstanding redeemable preference shares (Amount)		NA	NA	NA	NA
Net Worth (Total Equity) (INR in millions)	Total equity	70,587.36	69,755.69	68,214.21	69,755.69
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	32.67%	25.47%	32.60%	25.47%
Gross Non-Performing Assets	Gross Stage III loans Exposure at default (EAD) / Gross total loans EAD	3.48%	4.84%	6.81%	4.84%
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)	1.78%	2.57%	3.90%	2.57%
Capital to risk weighted Assets Ratio (Tier I + Tier II)		58.68%	71.34%	65.30%	71.34%
Security cover ratio (no. of times) #	Amount of secured assets / Secured debt	1.37	1.34	1.32	1.34
Provision coverage ratio (%)	(Impairment loss allowance for Stage III/ Gross Stage III loans EAD)	49.70%	48.24%	44.41%	48.24%
Liquidity Coverage Ratio(calculated as per RBI guidelines)		554%	628%	2804% ##	628%

**EPS for the quarter ended June 30, 2026, June 30, 2025 and March 31, 2026 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

DMI FINANCE

Annexure-II

August 13, 2026

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 and/or Debenture Trust Deed as on June 30, 2026.

The Certificate on Security Cover and Compliance with all Covenants certified by M/s Nangia & Co. LLP (Firm Registration Number- 002391C/N500069), Statutory Auditors of the Company as on June 30, 2026 is enclosed herewith pursuant to Regulation 54 and other applicable provisions of the Listing Regulations read with SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025 (as amended from time to time).

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 the quarter ended June 30, 2026.

You are requested to kindly take the same on records.

Thanking You,

Yours sincerely,
For DMI Finance Private Limited

REENA JAYARA Digitally signed by REENA JAYARA Date: 2026.08.13 21:49:19 +05'30'

Reena Jayara
Company Secretary and Compliance Officer

Enclosed: As Above

Independent Auditor's Certificate on Security Cover and Compliance with all Covenants as at June 30, 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.

2. We, Nangia & Co LLP, Chartered Accountants, are the Statutory Auditors of DMI Finance Private Limited (hereinafter the "Company") and have been requested by the Company to examine the accompanying Statement/annexure 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 June 30, 2026 (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 quarter ended June 30, 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 June 30, 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.

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, 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 deed.

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 an opinion on the fairness or accuracy of any of the financial information or the financial statements 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 statements, specified elements, accounts or items thereof, for the purpose of this certificate. Accordingly, we do not express such an opinion.

9. We have reviewed unaudited financial results for the quarter ended June 30, 2026 and issued an unmodified conclusion vide our report dated August 13, 2026. 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"). Those Standards require 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, 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;

Auditor's Responsibility (Continued)

c) Traced and agreed the principal amount and accrued interest on the outstanding Debentures, and value of assets and liabilities indicated in the statement as at June 30, 2026, to the unaudited financial results of the Company and books of accounts maintained by the Company as at end for the quarter ended June 30, 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;

e) Obtained the particulars of security created in the register of charges maintained by the Company. Traced the value of charge created against assets to the Security Cover indicated in the Statement;

f) With respect to compliance with financial covenants specified in the Debenture Trust Deed as per the Statement - 1.1 & 1.2, we have performed the following procedures;

   i) Compared the financial covenants computed by the Management as at June 30, 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 quarter ended June 30, 2026;

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 as at June 30, 2026 whether complied or not, including affirmative, informative, and negative covenants, as prescribed in the Trust Deeds, as at June 30, 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

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 as at June 30, 2026.

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 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 June 30, 2026.

For Nangia & Co LLP
Chartered Accountants
ICAI Firm Registration Number: 002391C/N500069

JASPREET SINGH BEDI
Digitally signed by JASPREET SINGH BEDI
Date: 2026.08.13 21:06:18 +05'30'

Jaspreet Singh Bedi
Partner
Membership Number: 601788
UDIN: 26601788ZSIQWK3581

Place: Mumbai
Date: August 13, 2026

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

Annexure 1.1

STATEMENT OF SECURITY COVER FOR LISTED NON-CONVERTIBLE DEBT SECURITIES AS ON JUNE 30, 2026

All amount in INR millions

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column IA	Colum J	Column K	Column L	Column M	Column N	Column O
Particulars		**Exclusive Charge**	**Exclusive Charge**	**Pari- Passu Charge**	**Pari- Passu Charge**	**Pari- Passu Charge**	**Assets not offered as Security**	**Elimination (amount in negative)**	**"Debt not backed by any assets offered as security"**	**(Total C to H)**	**Related to only those items covered by this certificate**				
	Description of asset for which this certificate relate	**Debt for which this certificate being issued**	**Other Secured Debt**	**Debt for which this certificate being issued**	**Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-paasu 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 'iv' below)**	**Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)**	**Market Value for Pari passu charge Assets**	**Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)**	**Total Value =K+L+M+ N)**
													Relating to Column F		
		Book Value	**Book Value**	**Yes/ No**	**Book Value**	**Book Value**									
ASSETS															
Property, plant and equipment		-	-	No	-	-	169.04	-		169.04	-	-	-	-	-
Capital work-in- progress		-	-	No	-	-	-	-		-	-	-	-	-	-
Right of use assets		-	-	No	-	-	539.28	-		539.28	-	-	-	-	-
Goodwill		-	-	No	-	-	-	-		-	-	-	-	-	-
Other intangible assets		-	-	No	-	-	28.22	-		28.22	-	-	-	-	-
Intangible assets under development		-	-	No	-	-	1.42	-		1.42	-	-	-	-	-
Investments		-	-	No	-	-	6,994.16	-		6,994.16	-	-	-	-	-
Loans	Book Debts receivables	142.82	38,277.89	No	-	-	52,581.12	-		91,001.83	-	142.82	-	-	142.82
Inventories		-	-	No	-	-	-	-		-	-	-	-	-	-
Trade receivables		-	-	No	-		604.15	-		604.15	-	-	-	-	-
Cash and cash equivalents		-	-	No	-	-	5,692.76	-		5,692.76	-	-	-	-	-
Bank Balances other than cash and cash equivalents	Lien marked fixed deposits	-	1,363.50	No	-	-	0.08	-		1,363.58	-	-	-	-	-
Others		-	-	No	-	-	5,296.14	-		5,296.14	-	-	-	-	-
Total		**142.82**	**39,641.39**		**-**	**-**	**71,906.37**	**-**		**1,11,690.58**	**-**	**142.82**	**-**	**-**	**142.82**
LIABILITIES															
Debt securities to which this certificate pertains	Listed secured NCD	104.24	-	No	-	-	-			104.24		104.24	-	-	104.24
Other debt sharing pari-passu charge withabove debt			-	No	-	-	-	-		-	-	-	-	-	-
Other Debt			-	No	-	-	-	-		-	-	-	-	-	-
Subordinated debt			-	No	-	-	-	-		-	-	-	-	-	-
Borrowings			-	No	-	-	-	-		-	-	-	-	-	-
Bank (see note below)	Term loans and cash credits		23,663.73	No	-	-	-	-		23,663.73	-		-	-	-
Debt Securities (see note below)	Other listed unsecured NCD		-	No	-	-	-	-	5,845.70	5,845.70	-	-	-	-	-
Others (see note below)	Securitisation -PTC Borrowing		6,954.17	No	-	-	-	-		6,954.17	-	-	-	-	-
Trade payables	Excluding other payables		-	No	-	-	2,611.46	-		2,611.46	-	-	-	-	-
Lease liabilities			-	No	-	-	604.47	-		604.47	-	-	-	-	-
Provisions			-	No	-	-	245.50	-		245.50	-	-	-	-	-
Others			-	No	-	-	1,073.95	-		1,073.95	-	-	-	-	-
Total		**104.24**	**30,617.90**		**-**	**-**	**4,535.38**	**-**		**41,103.22**	**-**	**104.24**	**-**	**-**	**104.24**
Cover on book value		1.37													
Cover on market value		1.37													
		Exclusive Security Cover Ratio													

Notes:

i. The Statement of Security Cover as of June 30, 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 principal amount + interest outstanding as on June 30, 2026. The borrowings from banks, other borrowings and other debt securities represent outstanding principal amount only.
iv. The Market Value for Assets charged on Exclusive basis is considered the same as the carrying value in the books.
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 June 30, 2026.
vii. The amounts are extracted from the unaudited financial results of the Company for the quarter ended June 30, 2026.
viii. The loans amounting to Rs.78.98 millions under exclusive charge are hypothecated against available sanctioned Cash Credit facilities, with no utilisation outstanding as at June 30, 2026.

For DMI Finance Private Limited

PRATIK ADATIA

Digitally signed by PRATIK ADATIA
Date: 2026.08.13 21:01:20 +05'30'

Authorised Signatory
Pratik Adatia
Chief Financial Officer

Place: New Delhi
Date: 13-08-2026

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

Annexure 1.2

COMPLIANCE OF COVENANTS INCLUDING FINANCIAL COVENANTS

Part A: Asset coverage in respect of listed debt securities as at June 30, 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 June 30, 2026	Cover Required*	Asset Required	Asset - Receivables hypothecated	Asset Cover
1	INE604O07183*	NCD	Hypothecation over loan receivables	104.24	125%	130.30	142.82	137%
2	INE604O08132	NCD	Unsecured	4,367.87	NA	NA	NA	NA
3	INE604O08140	NCD	Unsecured	134.84	NA	NA	NA	NA
4	INE604O08157	NCD	Unsecured	571.14	NA	NA	NA	NA
5	INE604O08165	NCD	Unsecured	809.62	NA	NA	NA	NA
		Total		**5,987.71**		**130.30**	**142.82**	

*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, 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 (a) to (d), 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: 2026.08.13 21:01:51 +05'30'

Authorised Signatory
Pratik Adatia
Chief Financial Officer

Place: New Delhi
Date: 13-08-2026