



DMI FINANCE PRIVATE LIMITED

Registered office: Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi- 110002

Phone: +91-11-41204444, Fax- +91-11-41204000

Website: <https://www.dmifinance.in/> **Email:** compliance@dmifinance.in

CIN: U64990DL2008PTC182749

NOTICE OF THE EIGHTEENTH (18th) ANNUAL GENERAL MEETING OF DMI FINANCE PRIVATE LIMITED

Notice is hereby given that the Eighteenth (18th) Annual General Meeting (“AGM”) of the Members of DMI Finance Private Limited (“the Company”) will be held on **Thursday, September 24, 2026 at 05:00 PM (IST)** at Express Building, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO.1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON;

To consider and if thought, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report Auditors thereon, as laid before the meeting, be and are hereby considered and adopted.”

SPECIAL BUSINESS:

ITEM NO.2

TO APPROVE THE AMENDMENTS IN THE DMI EMPLOYEE STOCK OPTION PLAN, 2018 – EXTENDED - FOR THE EMPLOYEES OF THE COMPANY

To consider and if thought, to pass with or without modification (s) the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for time being in force) (**the “Act”**), provisions contained in the Memorandum of Association and the Articles of Association of DMI Finance Private Limited (**“the Company”**) and such other applicable rules, regulations, circulars, guidelines, notifications and clarifications issued by any/various other competent statutory/regulatory authority(ies) including any amendments, modifications or re-enactments thereof for the time being in force, subject to such other approvals, consents, permissions and/or sanctions as may be required from any appropriate regulatory or statutory authority/institution or body and subject to such terms and conditions as may be prescribed by any of them, pursuant to the recommendations of the Nomination and Remuneration Committee (**“NRC”**) and the approval of the Board of Directors of the Company (**“Board”**), the consent of the members of the Company be and is hereby accorded to approve and adopt the amended/revised DMI Employee Stock Option Plan, 2018 – Extended (**hereinafter the “DMI ESOP Plan 2018- Extended”**) with the changes as mentioned in the Explanatory Statement annexed to this Notice, for the present and/or future permanent employees of the Company, working in India or abroad and/or Directors (including whole-time directors but excluding non-executive independent directors) of the Company and any other

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individuals/entities as allowed under applicable rules, regulations, guidelines and laws (hereinafter referred to as “employees” or “said employees”).

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board be and is hereby authorized to act as a committee for the purpose of supervision and monitoring of **DMI ESOP Plan 2018- Extended** and the ESOP Schemes formed thereunder in the Company, including delegated powers to any person thereof by such Committee and be and is hereby also authorized to grant ESOPs to the identified allottees by way of various ESOP schemes incorporated under the DMI ESOP Plan 2018-Extended (as amended from time to time) as per the terms and conditions laid down in the ESOP schemes.

RESOLVED FURTHER THAT the Loan, Investment, Borrowing and Allotment Committee of the Board be and is hereby authorized to allot such ordinary equity shares upon exercise of stock options, from time to time, granted under the DMI ESOP Plan 2018-Extended and such equity shares allotted shall in all respects rank *pari passu* inter-se with the then existing equity shares of the Company.

RESOLVED FURTHER THAT without prejudice to the generality of the above but subject to the conformity of the applicable provisions of law, if any, the Board of Directors (hereinafter referred to as “Board” which term shall be deemed to include Nomination and Remuneration Committee constituted / re-constituted by the Board or any other committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) be and is hereby authorised to make modifications, changes, variations, alterations or revisions in the terms and conditions of aforesaid DMI ESOP Plan 2018-Extended and Schemes thereunder, from time to time, as it may in its sole and absolute discretion decide.

RESOLVED FURTHER THAT the said amendment/modification in DMI ESOP Plan 2018-Extended is not prejudicial to the interests of the option holders.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution(s), the Board be and is hereby authorized, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution, to (i) do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper; (ii) execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary in relation to DMI ESOP Plan 2018-Extended; and (iii) to modify, change, vary, alter, amend, suspend or terminate DMI ESOP Plan 2018-Extended subject to compliance with the applicable laws and regulations provided any variation, amendment, modification or alteration or suspension is not detrimental to the interests of the employees; and (iv) to settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT any Director and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient including filing of necessary documents, intimations including e-forms with regulatory authorities and to settle any questions, difficulties or doubts that may arise in this regard at any stage in connection to the DMI ESOP Plan 2018-Extended.

RESOLVED FURTHER THAT the certified copy of the above resolution may be issued under the signatures of any of the Director or Company Secretary of the Company.”

ITEM NO.3

TO APPROVE THE AMENDMENTS IN THE DMI EMPLOYEE STOCK OPTION PLAN, 2018 – EXTENDED - FOR THE EMPLOYEES OF THE HOLDING / SUBSIDIARY COMPANY(IES)

To consider and if thought, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for time being in force) (the

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“Act”), provisions contained in the Memorandum of Association and the Articles of Association of DMI Finance Private Limited (**“the Company”**) and such other applicable rules, regulations, circulars, guidelines, notifications and clarifications issued by any/various other competent statutory/regulatory authority(ies) including any amendments, modifications or re-enactments thereof for the time being in force, subject to such other approvals, consents, permissions and/or sanctions as may be required from any appropriate regulatory or statutory authority/institution or body and subject to such terms and conditions as may be prescribed by any of them, pursuant to the recommendations of the Nomination and Remuneration Committee (**“NRC”**) and the approval of the Board of Directors of the Company (**“Board”**), the consent of the members of the Company be and is hereby accorded to approve and adopt the amended/revised DMI Employee Stock Option Plan, 2018 – Extended (**hereinafter the “DMI ESOP Plan 2018- Extended”**) with the changes as mentioned in the Explanatory Statement annexed to this Notice, for the present and/or future permanent employees of **the holding company or the subsidiary companies of the Company**, working in India or abroad and/or Directors (including whole-time directors but excluding non-executive independent directors) of the holding company or the subsidiary companies of the Company and any other individuals/entities as allowed under applicable rules, regulations, guidelines and laws (hereinafter referred to as **“employees”** or **“said employees”**).

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board be and is hereby authorized to act as a committee for the purpose of supervision and monitoring of **DMI ESOP Plan 2018- Extended** and the ESOP Schemes formed thereunder in the Company, including delegated powers to any person thereof by such Committee and be and is hereby also authorized to grant ESOPs to the identified allottees by way of various ESOP schemes incorporated under the DMI ESOP Plan 2018-Extended (as amended from time to time) as per the terms and conditions laid down in the ESOP schemes.

RESOLVED FURTHER THAT the Loan, Investment, Borrowing and Allotment Committee of the Board be and is hereby authorized to allot such ordinary equity shares upon exercise of stock options, from time to time, granted under the DMI ESOP Plan 2018-Extended and such equity shares allotted shall in all respects rank *pari passu* inter-se with the then existing equity shares of the Company.

RESOLVED FURTHER THAT without prejudice to the generality of the above but subject to the conformity of the applicable provisions of law, if any, the Board of Directors (hereinafter referred to as **“Board”** which term shall be deemed to include Nomination and Remuneration Committee constituted / re-constituted by the Board or any other committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) be and is hereby authorised to make modifications, changes, variations, alterations or revisions in the terms and conditions of aforesaid DMI ESOP Plan 2018-Extended and Schemes thereunder, from time to time, as it may in its sole and absolute discretion decide.

RESOLVED FURTHER THAT the said amendment/modification in DMI ESOP Plan 2018-Extended is not prejudicial to the interests of the option holders.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution(s), the Board be and is hereby authorized, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution, to (i) do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper; (ii) execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary in relation to DMI ESOP Plan 2018-Extended; and (iii) to modify, change, vary, alter, amend, suspend or terminate DMI ESOP Plan 2018-Extended subject to compliance with the applicable laws and regulations provided any variation, amendment, modification or alteration or suspension is not detrimental to the interests of the employees; and (iv) to settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT any Director and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient including filing of necessary documents, intimations including e-forms with regulatory authorities and to settle any questions, difficulties or doubts that may arise in this regard at any stage in connection to the DMI ESOP Plan 2018-Extended.

RESOLVED FURTHER THAT the certified copy of the above resolution may be issued under the signatures of any of the Director or Company Secretary of the Company.”

ITEM NO.-4

TO APPROVE THE ALTERATION OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION

To consider and if thought, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 13(1) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules framed therein (including any amendment thereto or re-enactment thereof), enabling provisions of Articles of Association (AOA), and subject to such approvals as may be necessary or required, the consent of the members of the Company be and is hereby accorded to alter the Clause III(A) of the Memorandum of Association of the Company relating to its Objects by insertion of a new sub-clause (g) after the existing sub-clause (f) in Clause III(A) as mentioned herein under:

“(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”.*

RESOLVED FURTHER THAT for the purpose of giving effect to the above, any Director or the Company Secretary of the Company be and are hereby severally authorized to take all actions and do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient to effect to any as may be deemed appropriate including but not limited to do filing(s) with Registrar of Companies, NCT of Delhi-II and/or intimating the Reserve Bank of India or any other regulatory authority as applicable, and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT a certified copy of this Resolution may be provided to all concerns as and when required under the hand of any Director and/or Company Secretary of the Company.”

Date: August 13, 2026
Place: New Delhi

**By order of the Board
For DMI Finance Private Limited**

**Sd/-
Reena Jayara
Company Secretary & Compliance Officer
M. No. A19122
Regd. Office:** Express Building,
3rd Floor, 9-10, Bahadur Shah Zafar Marg,
New Delhi- 110002

Notes:

1. *The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Businesses to be transacted at the Annual General Meeting (“AGM/ Meeting”) mentioned in the Notice is annexed hereto.*
2. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 18th ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.*** *A person can act as proxy on behalf of member not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.*
3. *The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll in accordance with the provisions of the Articles of Association of the Company and in default the instrument of proxy shall not be treated as valid. Further, Proxy Form is annexed with the notice.*
4. *The Members whose name appear in the register of members of the Company/in registers maintained with Registrar and Transfer Agent as on the date of AGM shall be entitled to attend and vote at the AGM. The Notice of the AGM is being sent to all the Members at their registered email addresses.*
5. *Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a duly certified true copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.*
6. *Members / Proxies should fill in the attendance slip for attending the AGM. Attendance slip is enclosed with the Notice.*
7. *Members may please note that the Notice of the AGM will also be available on the website of the Company at <https://www.dmifinance.in/investor-relations/notices/>.*
8. *The Register of Directors and Key Managerial Personnel and their shareholding-maintained u/s 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and all the documents referred to in the notice including copies thereof are available for inspection in physical form at the Registered Office of the Company during business hours and at the AGM, without any fee, from the date of circulation of this Notice, up to the conclusion of AGM i.e. **Thursday, September 24, 2026.***
9. *In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.*
10. *Members who have not registered their e-mail addresses with the Company/RTA so far are requested to register their e-mail address to receive all communication from the Company electronically.*
11. *The Board of Directors of the Company (“**the Board**”) has appointed Mr. Ankush Agarwal (COP No. 14486), Partner at M/s. MAK & Co., Company Secretaries (FRN P2018UP067700) as the Scrutinizer (“**Scrutinizer**”), for conducting the voting process in a fair & transparent manner. The Members shall cast their vote on resolution as set out in notice of the AGM in **Form No. MGT-12.***

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- 12. The Scrutinizer shall make a scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been approved or not, and such Report shall then be sent to the Chairperson or a person authorized by him, within seven days from the last date of the poll, who shall countersign the same and declare the result of the voting within two days of the submission of report by the scrutinizer.*
- 13. The result of the poll along with details whether the Resolution has been carried or not shall be displayed for at least three days on the Notice Board of the Company at its Registered Office and shall also be placed on the website of the Company.*
- 14. The result of the poll shall be deemed to be the decision of the Meeting on the Resolutions on the date on which the poll was taken.*
- 15. Landmark for location of meeting is ITO Metro Station. The route map of the location is attached with the notice.*

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 TO THE
NOTICE DATED AUGUST 13, 2026**

As required under Section 102 of the Companies Act, 2013 (including any statutory modifications) thereto or re-enactments made thereunder, if any, for the time being in force **(the “Act”)**, the following explanatory statement sets out all material facts relating to the following business(es) mentioned in the accompanying Notice:

ITEM NO. 2 & 3:

TO APPROVE THE AMENDMENTS IN THE DMI EMPLOYEE STOCK OPTION PLAN, 2018 – EXTENDED FOR THE EMPLOYEES OF THE COMPANY & FOR EMPLOYEES OF THE HOLDING / SUBSIDIARY COMPANY(IES)

The Members are informed that DMI Employee Stock Option Plan, 2018 was initially approved by the shareholders in their meeting held on March 19, 2018 for a period of 5 years. The term of the ESOP Plan was extended by a period of 1 (one) year by the shareholders in their meeting held on March 09, 2023 and renamed as DMI Employee Stock Option Plan, 2018 -Extended and thereafter further extended by a period of 4 (four) years by the shareholders in their meeting held on March 25, 2025 (**hereinafter “ESOP Policy” / “DMI ESOP Plan 2018-Extended”**). Accordingly, as per the existing terms of the ESOP Plan 2018-Extended, it shall continue in effect till ten (10) years from the initial adoption unless terminated sooner by the Board.

The Members are further informed that in order to retain and remunerate the existing and new hires in the Company, the Company has granted stock options under the aforesaid ESOP Policy in different tranches on various dates from time to time by way of different schemes.

The Members are apprised that currently, there are significant number of un-issued stock options in the total approved pool and also there are still large number of options remaining to be exercised by the employees. Therefore, considering the current position of the outstanding stock options, the Board of Directors in their meeting held on August 13, 2026, based on the recommendation of the Nomination and Remuneration Committee, has proposed that the term of the DMI ESOP Plan 2018-Extended be further extended by a period of five (5) years so that it shall continue in effect till fifteen (15) years from the initial adoption unless terminated sooner by the Board.

The key proposed amendments in the DMI ESOP Plan 2018-Extended and disclosure as per Rule 12(5) of Companies (Share Capital and Debentures) Rules, 2014 is detailed herein under:

Key Variations in the ESOP Policy:

S. No.	Clause	Particulars of Change
1.	Clause 15	The term of the DMI ESOP Plan 2018- Extended is extended from ten (10) years to fifteen (15) years and accordingly, the Clause 15 of the DMI ESOP Plan 2018- Extended will be substituted and read as under: <i>“This Plan shall become effective upon its initial adoption by the shareholders of the Company. It shall continue in effect till fifteen (15) years from the initial adoption unless terminated sooner by the Board in accordance with this Plan and applicable law.”</i>

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Rationale for the variation in ESOP Policy was apprised to the Committee:

- a) The proposed extension is required in view of the current outstanding and unissued stock options of the Company which may run over a longer period of time and hence the proposed extension is required to protect the interest of existing option holders.
- b) The proposed amendments are not prejudicial to the interests of the option holders.

Details of the employees who are beneficiaries of such variation:

The variation would be applicable uniformly to all the eligible employees covered under the DMI ESOP Plan 2018-Extended.

In terms of section 62(1)(b) of the Companies Act, 2013 and Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, approval of the shareholders by way of special resolution is required in connection with the variation in terms of Employee Stock Option schemes of the Company.

Accordingly, the Board of Directors of the Company recommends the resolutions as set out at Item no. 2 & 3 for approval of members by way of special resolutions.

The draft of the revised DMI ESOP Plan 2018-Extended of the Company is available for inspection in the manner as mentioned in 'Notes' section forming part of this notice.

None of the Directors of the Company and their relatives are in anyway directly or indirectly concerned or interested in the said resolutions except to the extent of stock options granted/ to be granted pursuant to the DMI ESOP Plan 2018 – Extended to them.

Further, KMPs of the Company and its subsidiary(ies) and their relatives, are deemed to be concerned or interested, to the extent of stock options granted / to be granted pursuant to the DMI ESOP Plan 2018, as amended from time to time.

ITEM NO.4**TO APPROVE THE ALTERATION OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION**

The members are informed that for future growth and expansion of the Company and in view of the business requirements, it is being proposed that the Company diversify and enter into the business of mutual fund distribution. To undertake such activity, the Company will be required to get empanelled as a Mutual Fund Distributor with the Association of Mutual Funds in India (AMFI) as per the provisions of the applicable regulations/circulars issued by Securities and Exchange Board of India. The proposed activity is expected to broaden the Company's business opportunities, strengthen its service offerings, and create an additional source of revenue.

To enable the Company to commence the aforesaid business, subject to such approvals/registrations as may be necessary or required, it is proposed to amend the Main Objects of Clause III (A) of the Memorandum of Association of the Company by insertion of a new sub-clause (g) after the existing sub-clause (f) in Clause III(A) as provided below:

***“(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.*”**

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In accordance with the provisions of Section 13 of the Act, alteration of the Objects Clause of the Memorandum of Association requires approval of members of the Company by passing a special resolution.

Accordingly, the Board of Directors of the Company recommends the resolution as set out at Item no. 4 for approval by members by way of special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

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**DMI FINANCE PRIVATE LIMITED**

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MGT-11 – Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of shares of the DMI Finance Private Limited, hereby appoint

1. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

Or failing him

2. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

Or failing him

3. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for or against of each resolution for me/us and on my/our behalf at 18th Annual General Meeting of the Company to be held on **Thursday, September 24, 2026 at 05:00 PM (IST)** at Express Building, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
	Ordinary Business:
1.	To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.
	Special Business:
2.	To approve the amendments in the DMI Employee Stock Option Plan, 2018 – extended - for the employees of the company
3.	To approve the amendments in the DMI Employee Stock Option Plan, 2018 – extended - for the employees of the holding / subsidiary company(ies)
4.	To approve the alteration of Object clause of Memorandum of Association

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Signed this..... day of..... 2026

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll in accordance with the provisions of the Articles of Association of the Company and in default the instrument of proxy shall not be treated as valid.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.

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Please fill attendance slip and hand it over at the entrance of the meeting hall.

Joint shareholders may obtain additional Slip at the venue of the meeting.

Name and address of the shareholder/Proxy: _____

Folio No.: _____

ID & Client ID*: _____

No. of Shares held: _____

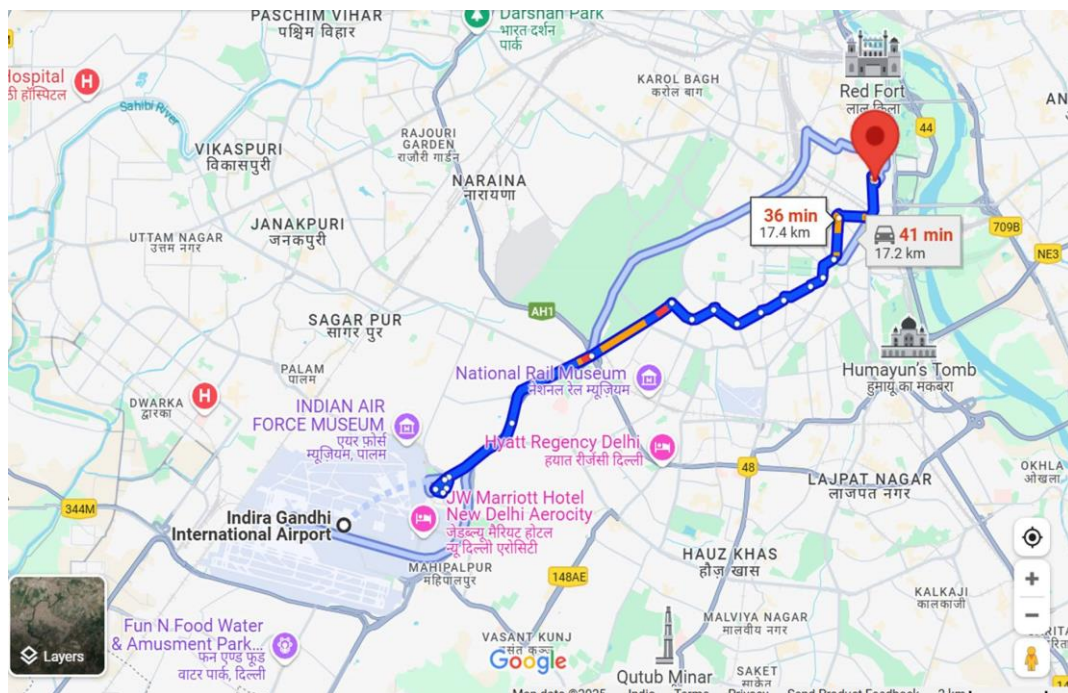
I/We hereby record my/our presence at the 18th Annual General Meeting of the Company to be held on **Thursday, September 24, 2026 at 05:00 PM (IST)** at Express Building, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi 110002.

Signature of the Shareholder or Proxy**:

*Applicable for investors holding shares in electronic form.

**Strike out whichever is not applicable

Route Map of venue of meeting



DMI Finance Private Limited

Express Building, 3rd Floor, 9–10 Bahadur Shah Zafar Marg, New Delhi – 110002

Tel: +91 11 4120 4444 | +91 11 4120 4000 | Email: dmi@dmifinance.in | Web: www.dmifinance.in

CIN: U64990DL2008PTC182749

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Members of DMI Finance Private Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of DMI Finance Private Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2026 and the Standalone Statement of Profit and Loss including the Other Comprehensive Income, the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information for the year ended on that date (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the Standalone state of affairs of the Company as at March 31, 2026, its Standalone profit including Other Comprehensive Income, its Standalone Cash Flows and the Standalone Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements 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 Standalone Financial Statements 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone financial statements 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

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Key audit matters	How our audit addressed the key audit matter
(a) Impairment of loan assets as at balance sheet date (Expected credit losses including Management Overlay) As described in note 7.1 of the Standalone Financial Statements	
Ind AS 109: Financial Instruments ("Ind AS 109") requires the Company to provide for impairment of its loan assets using the expected credit loss (ECL) approach. ECL involves an estimation of probability-weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecasts of future economic conditions which could impact the credit quality of the Company's loans and advances. As part of our risk assessment, we determined that the ECL on such loan assets has a high degree of estimation uncertainty. In this process, a significant degree of judgement has been applied by the management for: - Defining Staging of loans (i.e. classification in 'significant increase in credit risk' ("SICR") and 'default' categories); - Grouping of borrowers based on homogeneity by using appropriate statistical techniques; - Estimation of behavioural life; - Estimation of losses for loan products with no / minimal historical default; and - Adjustments to model driven ECL results, including management overlay, to address emerging trends, macro-economic factors, geopolitical developments, sector-specific stress and estimation of their impact on the credit quality including consideration of the probability and severity of downside scenarios, staging migration assumptions, and expected recoverability outcomes. Considering the high degree of management judgement involved in estimation of ECL including management overlays, it is identified as key audit matter.	Our audit procedures included the following: - Evaluated the Company's accounting policies for impairment of loan assets and assessed compliance with the policies in terms of Ind AS 109. - Obtained an understanding of the governance framework, approval process, and internal controls established by the Board of Directors and management relating to identification, review, estimation, and approval of management overlays. - Evaluated the management estimates, including management overlay, by understanding the process of ECL estimation including assessment of emerging trends, macro-economic factors, geopolitical developments, sector-specific stress and related assumptions and tested the controls around data extraction and validation. - Assessed the criteria for staging of loans based on their past-due status to evaluate compliance with requirement of Ind AS 109. - Tested the ECL model, including assumptions and underlying computation. Tested the input data used for determining the Probability of default and loss given default rates and agreed the data with the underlying books of account and records. Also assessed whether management overlays represented incremental adjustments for risks not captured in the ECL model and evaluated potential overlap or double counting. - Obtained and evaluated management's supporting documentation, including external expert reports, internal risk assessments, stress-testing analyses, and presentations and reports placed before the Audit Committee and Board of Directors / those charged with the governance. - Tested the arithmetical accuracy of computation of ECL provision performed by the Company. - Read and assessed adequacy of the disclosures included in the Standalone Financial Statements in respect of ECL with the requirements of Ind AS 107 Financial Instruments: Disclosure ("Ind AS 107") and Ind AS 109.

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(b) Information technology ('IT') systems and controls	
The financial accounting and reporting systems of the Company are fundamentally reliant on IT systems and IT controls to process significant transaction volumes. Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate effectively to ensure appropriate financial reporting. Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and the application controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.	Our audit procedures, with support from IT specialists, included the following: • Tested the design and operating effectiveness of IT access controls over the information systems that are critical to financial reporting. • Tested IT general controls (such as logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorised. • Tested the Company's periodic review of access rights. We inspected requests of changes to systems for appropriate approval and authorisation. • In addition to the above, we tested the design and operating effectiveness of certain application controls (automated and IT dependent manual controls) that were considered as key internal controls over financial reporting. • Where deficiencies were identified, we tested compensating controls or performed alternate procedures.

Emphasis of Matter

We draw attention to Note 58 of the Standalone Financial Statements, which describes the event relating to the search operation conducted by the Income Tax Department under Section 132 of the Income-tax Act, 1961 at the premises of the Company, in April 2025. The management has represented that it is in the process of evaluating the implications of the said proceedings, and that the outcome and the consequential financial impact, if any, are currently not ascertainable.

Our conclusion is not modified in respect of this matter.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report ("other information") but does not include the Standalone Financial Statements and our auditor's report thereon. The Board's Report, including the Annexures to Board's Report, is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. Based on the work we have performed, if we conclude that there is a material misstatement of this other information, we are required to report that fact.

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Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Management and the Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, Cash Flows and Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management 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 Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements 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 SA's 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 these Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system with reference to Standalone 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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Auditor's Responsibilities for the Audit of the Standalone Financial Statements (Continued)

- Conclude on the appropriateness of management's 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 Company's ability 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 Statements 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 Statements, including the disclosures and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because of the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including the Standalone Statement of Other Comprehensive Income, and the Standalone Statement of Cash Flow and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;



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Report on Other Legal and Regulatory Requirements (Continued)

- (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to Standalone Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 44(a) to the Standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material unforeseeable losses, other than those disclosed in the Standalone financial statements – Refer Note 44(d) to the Standalone financial statements;
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in note 59(vi) to the Standalone financial statements, during the year no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in note 59(v) to the Standalone financial statements, during the year no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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Report on Other Legal and Regulatory Requirements (Continued)

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to the notice that has caused us to believe that the representations under sub-clause (a) and (b) of Rule 11(e) contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year.
- vi. Based on our examination, which included test checks, and as per the information and explanations provided to us, the Company has used accounting software, namely MS-Business Central for maintaining its books of accounts. This software has a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software.

Further, for the periods during which the audit trail (edit log) feature was enabled and remained operational, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company in accordance with the statutory requirements for the record retention. For the prior periods during which the audit trail feature was not enabled, we are unable to comment on the same.

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



Jaspreet Singh Bedi
Partner

Membership Number: 601788
UDIN: 26601788HUEQFZ5793

Place: Mumbai
Date: May 15, 2026

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"ANNEXURE 1" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DMI FINANCE PRIVATE LIMITED

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section in Independent Auditor's Report of even date to the members of DMI Finance Private Limited on the Standalone Financial Statements for the year ended March 31, 2026]

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and the situation of Property, Plant and Equipment (including right of use assets).

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its property, plant and equipment (excluding right of use assets) designed to cover all the assets over a period of one year which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to this programme all property, plant and equipment were physically verified during the current year. Accordingly, to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year ended March 31, 2026. Accordingly, reporting under clause (i)(d) of paragraph 3 of the Order is not applicable to the Company.

(e) According to information and explanations given to us, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and Rules made thereunder.

- (ii) (a) The Company's business does not require maintenance of inventories and, accordingly, reporting under clause (ii)(a) of paragraph 3 of the Order is not applicable to the Company.

(b) As disclosed in Note 20(viii) to the Standalone financial statements, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.

- (iii) (a) The Company's principal business is to give loans. Accordingly, reporting under clause (iii)(a) of paragraph 3 of the Order is not applicable.

(b) According to the information and explanations given to us, the investments made, guarantees provided, security given, and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company's interest.

(c) According to the information and explanations given to us, in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated by the company. Disclosures in respect of such loans have been provided in note no. 7.1 to the standalone financial statements. Having regard to the nature of company's business and voluminous nature of loan transactions, it is not practicable to furnish entity wise details of amount due, due date for repayment or receipt and the extent of delay in repayment.

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Category of loan (gross)	Amount (Rs. In Millions)	Due date	Extent of delay (In days)	Remarks, If any
Consumer Loans	3311.33	Various due dates	One or more days	-
Corporate Loans (Including credit substitutes)	3176.20	Various due dates	One or more days	-

Further, except for the instances where there are delays or defaults in repayment of principal and / or interest as at the balance sheet date, the parties are regular in repaying the principal and interest.

(d) In respect of loans and advances in the nature of loans (including credit substitute), the aggregate amount of loans overdue for more than 90 days as at March 31, 2026 is Rs. 3,721.54 millions and according to the information and explanation given to us, reasonable steps are being taken by the Company for recovery of the overdue amount of principal and interest. Disclosures in respect of such loans have been provided in note no. 7.1 to the standalone financial statements.

No. of cases	Principal overdue (Rs. In Millions)	Interest overdue (Rs. In Millions)	Total Overdue (Rs. In Millions)	Remarks, If any
8,759	3,310.66	410.88	3,721.54	-

(e) The Company's principal business is to give loans and, accordingly, reporting under clause (iii)(e) of paragraph 3 of the Order is not applicable.

(f) According to the information and explanations given to us, and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment to Promoters, related parties as defined in (76) of section 2 of the Companies Act, 2013.

- (iv) According to the information and explanations given to us, the company has complied with the provisions of sections 185 and 186(1) of the Companies Act, 2013, in respect of loans granted, investments made and guarantees issued and securities provided, as applicable and the other provisions of section 186 of the Act are not applicable to the company.
- (v) According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act, 2013, and the Rules made thereunder, to the extent applicable. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.
- (vi) The Company is not in the business of sale of any goods or provision of such services as prescribed u/s 148 (1) of Companies Act, 2013. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.
- (vii) (a) According to the information and explanations given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, provident fund, cess, income-tax and other statutory dues applicable to it.



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Further undisputed amounts payable in respect of Statutory dues which were outstanding at the year-end for a period of more than six months from the date they became payable are as follows:

Name of the statute	Nature of dues	Amount involved (Rs. In Millions)	Period to which the amount relates	Due Date	Date of Payment	Remarks, if any
The Employees Provident Funds & Miscellaneous provision Act, 1952	Employee Provident Fund	2.39	April 2022 to September 2025	Various	Not Applicable	-

(b) According to the information and explanations given to us, the dues of goods and services tax, provident fund, employees' state insurance, income-tax, service tax, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount involved (Rs. In Millions)	Amount paid under protest (Rs. In Millions)	Period to which the amount relates	Forum where the dispute is pending
The Central Goods & Service Tax Act, 2017	Goods & Services Tax	3.57	0.65	April 2019 to March 2020	Appellate Authority – (Commissioner)
The Central Goods & Service Tax Act, 2017	Goods & Services Tax	7.87	0.71	April 2020 to March 2021	Appellate Authority – (Commissioner)
The Central Goods & Service Tax Act, 2017	Goods & Services Tax	331.49	16.57	April 2018 to March 2025	Appellate Authority – (Commissioner)

(viii) According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, reporting under clause (viii) of paragraph 3 of the Order is not applicable.

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, we report that the Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the term loans availed by the company were applied for the purposes for which the loans were obtained, though idle and surplus funds which were not required for immediate utilization were temporarily invested in liquid funds.

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(d) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) The Company has not raised any money during the year ended March 31, 2026, by way of initial public offer / further public offer (including debt instruments) and, accordingly, reporting under clause (x) (a) of paragraph 3 of the Order is not applicable.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year ended March 31, 2026. Accordingly, reporting under clause (x) (b) of paragraph 3 of the Order is not applicable.

(xi) (a) According to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year ended March 31, 2026, other than the instances of fraud amounting to Rs. 3.30 million comprising of 44 instances noticed and reported by the management in terms of the regulatory provisions applicable to the Company, as mentioned in note 52 B (v) of Standalone Financial Statements.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by a secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.

(xii) The Company is not a Nidhi Company as per the applicable provisions of the Companies Act, 2013. Accordingly, reporting under clause (xii) of paragraph 3 of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with the Section 177 and 188 of the Companies Act, 2013, wherever applicable, and the details have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

(xiv) (a) According to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

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CHARTERED ACCOUNTANTS

- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause (xv) of paragraph 3 of the Order is not applicable.
- (xvi) (a) According to the Information and explanations given to us and audit procedures performed by us, the Company has registered as Non-Banking Financial Institution as a Non-Deposit taking Systemically Important (NBFC-ND-SI) Company under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The Company has conducted Non-Banking Financial activities during the year and the company holds a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause (xvi) (c) of paragraph 3 of the Order is not applicable.
- (d) According to the Information and explanations given to us, there is no Core Investment Company as a part of the Group, accordingly, reporting under clause (xvi) (d) of paragraph 3 of the Order is not applicable.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year ended March 31, 2026. Accordingly, reporting under clause (xviii) of paragraph 3 of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios disclosed in note 56 to the Standalone Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

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CHARTERED ACCOUNTANTS

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013, in compliance with second proviso to sub section 5 of section 135 of the said Act. This matter has been disclosed in note 36.2 to the Standalone Financial Statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 36.2 to the Standalone Financial Statements.

For Nangia & Co. LLP
Chartered Accountants

ICAI Firm's Registration Number: 002391C/N500069



Jaspreet Singh Bedi
Partner

Membership Number: 601788
UDIN: 26601788HUEQFZ5793

Place: Mumbai

Date: May 15, 2026

Registered Office: B-27 Soami Nagar, New Delhi - 110017, India

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CHARTERED ACCOUNTANTS

"ANNEXURE 2" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DMI FINANCE PRIVATE LIMITED

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report of even date to the members of DMI Finance Private Limited on the Standalone Financial Statements for the year ended March 31, 2026]

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

To
The Members of
DMI Finance Private Limited

We have audited the internal financial controls over financial reporting with reference to Standalone Financial Statements of DMI Finance Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Responsibility of Management and the Those Charged with Governance for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to Standalone Financial Statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

✓
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CHARTERED ACCOUNTANTS

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting with reference to Standalone Financial Statements were operating effectively as at March 31, 2026 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Nangia & Co. LLP

Chartered Accountants

CAI Firm's Registration Number: 002391C/N500069



Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788HUEQFZ5793

Place: Mumbai

Date: May 15, 2026

Registered Office: B-27 Soami Nagar, New Delhi - 110017, India

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DMI Finance Private Limited
Standalone Balance Sheet as at March 31, 2026
{All Amount in Rs. millions, unless otherwise stated}

	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Financial assets			
Cash and cash equivalents	4	10,052.19	8,939.10
Bank balance other than cash and cash equivalents	5	1,609.81	2,482.26
Trade receivables	6	255.66	88.78
Loans	7	71,332.52	75,354.34
Investments	8	9,520.25	29,640.43
Other financial assets	9	1,317.48	598.58
Total financial assets		94,087.91	1,11,103.49
Non-financial assets			
Current tax assets (net)	10	1,624.11	1,434.05
Deferred tax assets (net)	11	1,886.23	2,171.07
Property, plant and equipment	12	172.74	142.53
Right of use asset	14	440.56	398.51
Intangible assets under development	13	3.80	3.71
Other intangible assets	15	29.27	35.73
Other non-financial assets	16	283.32	299.40
Total non-financial assets		4,440.03	4,485.00
Assets held for sale	17	75.00	75.00
TOTAL ASSETS		98,602.94	1,15,663.49
LIABILITIES AND EQUITY			
LIABILITIES			
Financial liabilities			
Payables			
A) Trade payables	18 (a)		
(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	18 (b)		
(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	19	5,945.67	9,267.30
Borrowings (other than debt securities)	20	19,173.28	34,564.21
Lease liabilities	21	500.33	460.69
Other financial liabilities	22	583.21	496.14
Total financial liabilities		28,493.99	46,808.87
Non financial liabilities			
Provisions	23	201.29	174.56
Other non-financial liabilities	24	151.97	148.07
Total non-financial liabilities		353.26	322.63
EQUITY			
Equity share capital	25	7,426.32	7,426.32
Other equity	26	62,329.37	61,105.67
Total equity		69,755.69	68,531.99
TOTAL LIABILITIES AND EQUITY		98,602.94	1,15,663.49
Summary of Material accounting policies			
The accompanying notes form an integral part of the standalone financial statements			

As per our attached report of even date

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

Jaspreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivashish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Arindam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Adatia
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMI Finance Private Limited
Standalone Statement of profit and loss for the year ended March 31, 2026
{All Amount in Rs. millions, unless otherwise stated}

	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations			
Interest income	27	14,448.42	26,419.10
Fees and commission income	28	1,453.31	3,712.55
Net gain on fair value changes	29	1,104.67	840.78
Total revenue from operations		17,006.40	30,972.43
Other income	30	363.36	169.70
Total income		17,369.76	31,142.13
Expenses			
Finance costs	31	2,739.42	7,036.10
Fees and commission expense	32	908.24	2,026.11
Impairment on financial instruments	33	5,100.96	14,811.50
Employee benefits expense	34	2,126.11	2,015.46
Depreciation, amortization and impairment	35	171.51	157.93
Other expenses	36	4,920.02	5,017.77
Total expenses		15,966.26	31,064.87
Profit before tax		1,403.50	77.26
Tax expense:			
(1) Current tax	47	38.50	152.30
(2) Deferred tax (credit) / charge	47	299.44	(128.15)
Income tax expense		337.94	24.15
Net profit for the year		1,065.56	53.11
Other comprehensive income			
a) Items that will not be reclassified to profit or loss			
(i) Re-measurement gains/(loss) on gratuity		12.55	(3.68)
(ii) Net gain/(loss) on fair value of Investments through other comprehensive income		(70.46)	5.89
(iii) Income tax relating to above		14.58	(0.56)
Subtotal (a)		(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		(0.08)	-
(ii) Income tax relating to above item		0.02	-
Subtotal (b)		(0.06)	-
Other comprehensive income (a+b)		(43.39)	1.65
Total comprehensive income for the year		1,022.17	54.76
Earnings per equity share (face value of Rs. 10 per share)	37		
Basic (Rs.)		1.43	0.07
Diluted (Rs.)		1.42	0.07
Summary of Material accounting policies	3		
The accompanying notes form an integral part of the standalone financial statements			
As per our attached report of even date			

For Nangia & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 002391C/NS00069

Jaipreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivashish Chatterjee
(Managing Director)
DIN: 02623466

Place: New Delhi
Date: May 15, 2026

Arunam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Adalla
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Nipendra Kothhar
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026

Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMI Finance Private Limited
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
A Cash flow from operating activities:		
Profit/(Loss) before tax	1,403.50	77.26
Adjustments for:		
Depreciation and amortisation	371.51	157.93
Net gain on fair value changes	(1,104.07)	(840.78)
Impairment on financial instruments	2,471.58	16,330.27
Interest expense for leasing arrangements	46.78	43.74
Effective interest rate adjustment for financial instruments	93.83	108.82
Interest income	(13,638.20)	(26,262.82)
Finance cost	1,591.33	6,857.29
Gratuity and compensation absences	74.12	63.94
Interest income deposits with bank	(159.75)	(254.28)
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	14,674.90	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	76,480.76
Interest (paid)	(7,736.54)	(7,127.23)
Cash flow from/ (used in) from operations	9,283.19	92,566.04
Direct taxes paid (net of refunds)	(228.56)	(1,457.79)
Net cash flow generated from/ (used in) operating activities (A)	9,054.63	91,108.25
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)	(77.37)
Purchase of investment	(87,059.93)	(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	113.77
Net cash flow from/ (used in) investing activities (B)	16,110.06	(17,777.47)
C Cash flow from financing activities:		
Proceed from issue of equity shares (including share premium)	-	8.20
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)	(10,503.25)
Lease payments	(343.19)	(110.75)
Net cash flow from/ (used in) generated from financing activities (C)	(19,049.57)	(24,651.23)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	1,115.09	(2,320.45)
Cash and cash equivalents as at the beginning of the year	8,939.10	10,259.55
Cash and cash equivalents at the end of the year	10,054.19	7,939.10

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	8,549.03
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"

3) For disclosure of investing and financing activities that do not require the use of cash and cash equivalents, refer note 45

Summary of Material accounting policies

3

The accompanying notes form an integral part of the standalone financial statements

As per our attached report of even date

For Nangia & Co. LLP
Chartered Accountants
ICSI Firm Registration Number: 002191C/NS00069

Jaspreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64999DL2008PTC182749

Shivashish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Arindam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Agalla
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Nipendra Kachhar
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026

Reena Jaisra
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMF Finance Private Limited
Standalone Statement of Changes in Equity for the year ended March 31, 2016
 (All Amount in Rs. millions, unless otherwise stated)

A. Equity share capital (refer note 25)

For the year ended 31 March 2016

Equity shares of INR 10 each issued, subscribed and fully paid

At 1 April 2015
 Changes in Equity Share Capital due to prior period errors
 Restated balance at 1 April 2015
 Issue of share capital (Note 25)
 Reduction and cancellation of partly paid up shares
 At 31 March 2016

Number of shares	Amount
10,26,32,169	7,626.32
10,26,32,169	7,626.32
79,26,32,169	7,626.32

For the year ended 31 March 2015

Equity shares of INR 10 each issued, subscribed and fully paid

At 1 April 2014
 Changes in Equity Share Capital due to prior period errors
 Restated balance at 1 April 2014
 Issue of share capital (Note 25)
 Reduction and cancellation of partly paid up shares
 At 31 March 2015

Number of shares	Amount
79,83,80,000	7,626.87
79,83,80,000	7,626.87
1,45,423	1.45
(5,56,93,262)	
79,26,32,169	7,626.32

B. Other Equity (refer note 26)

Particulars	Reserves and Surplus						Other Comprehensive Income				Share based payment money pending attribution	Total other equity
	Statutory reserve u/s 45-IC of BBI Act	Securities premium	Share based payment outstanding reserve	Share warrants reserves	Capital redemption reserve	Upfront monies received on Share warrants	Retained earnings	Re-measurement gain/(loss) on defined benefit plan	Gain/(loss) on Fair Value changes (Debt and Equity)	Realised Gain on investments	Total other comprehensive income	
Balance as on April 01, 2014	2,574.73	46,563.46	501.55	100.93	81.23	0.72	10,875.77	5.50	17.55	913.45	836.50	1.84
Profit for the year	-	-	-	-	-	-	53.11	-	-	-	-	53.11
Other Comprehensive Income for the year	-	-	-	-	-	-	-	(2.76)	4.81	-	1.85	1.61
Transfer to special reserve	10.62	-	-	-	-	-	(10.62)	-	-	-	-	-
Net additions to share options during the year	-	-	279.58	-	-	-	-	-	-	-	-	279.58
Share options exercised during the year	-	-	(2.58)	-	-	-	-	-	-	-	-	(2.58)
Share allotment from upfront money received in previous year	-	-	-	-	-	-	-	-	-	-	(1.84)	(1.84)
Share warrants granted during the year	-	-	-	35.38	-	-	-	-	-	-	-	35.38
Share warrants exercised during the year	-	-	-	-	-	-	-	-	-	-	-	-
Premium on issue of equity shares	-	13.26	-	-	-	-	-	-	-	-	-	13.26
Balance as on March 31, 2015	2,584.95	46,572.72	773.65	136.01	81.23	0.72	10,118.26	2.74	21.36	913.45	836.15	64,105.67
Profit for the year	-	-	-	-	-	-	1,099.50	-	-	-	-	1,099.50
Other Comprehensive Income for the year (net of tax)	-	-	-	-	-	-	-	9.40	(52.79)	-	(43.39)	(43.39)
Transfer to special reserve	213.11	-	-	-	-	-	(213.11)	-	-	-	-	-
Net additions to share options during the year	-	-	167.39	-	-	-	-	-	-	-	-	167.39
Share options exercised during the year	-	-	(26.98)	-	-	-	-	-	-	-	-	(26.98)
Share allotment from upfront money received in previous year	-	-	-	-	-	-	-	-	-	-	-	-
Share warrants granted during the year	-	-	-	35.90	-	-	-	-	-	-	-	35.90
Share warrants exercised during the year	-	-	-	(3.34)	-	-	-	-	-	-	-	(3.34)
Share warrants awarded during the year	-	-	-	-	-	-	-	-	-	-	-	-
Premium on issue of equity shares	-	-	-	-	-	-	-	-	-	-	-	-
Balance as on March 31, 2016	2,798.06	46,572.72	914.46	169.75	81.23	0.72	10,997.69	12.14	(30.83)	813.45	794.76	62,819.37

Summary of Material accounting policies
 The accompanying notes form an integral part of the standalone financial statements

As per our attached report of even date

For Nangia & Co. LLP
 Chartered Accountants
 CAI Firm Registration Number: 002291C/N/500069

Attested Sign: Bodi
 Partner
 Membership number: 601728

Place: Mumbai
 Date: May 15, 2016



For and on behalf of the Board of Directors of
 DMF Finance Private Limited
 DIN: L549900200801C182749

Shivashish Chatterjee
 (Managing Director)
 DIN: 02623460

Place: New Delhi
 Date: May 15, 2016

Arindam Das
 (Chief Executive Officer)

Place: New Delhi
 Date: May 15, 2016



Pratik Adatia
 (Chief Financial Officer)

Place: New Delhi
 Date: May 15, 2016

Pratik Adatia
 (Director)
 DIN: 02201954

Place: New Delhi
 Date: May 15, 2016

Reena Aggarwal
 (Company Secretary)

Place: New Delhi
 Date: May 15, 2016

DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

1 Corporate Information

DMI Finance Private Limited is a private limited company ("The Company") incorporated on September 02, 2008 under the provisions of Companies Act, 1956, duly subsisting under Companies Act, 2013, having Corporate Identification Number (CIN) U64990DL2008PTC182749.

The Company is registered as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) under Middle Layer in accordance with the RBI Regulations vide Registration No. N-14.03176 dated January 05, 2009. Further, the Non-Convertible Debentures (NCDs) of the Company are listed on the BSE Limited.

The registered office of the Company is located at Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110002.

2 Basis of preparation of Financial Statements

a) Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed in the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act, the updated Master Direction – Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 as amended from time to time and other applicable RBI circulars/notifications.

The financial statements have been prepared on an accrual basis as a going concern and under the historical cost convention except for the assets and liabilities measured at fair value as follows:

- certain financial assets and liabilities and contingent consideration is measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value; and
- share-based payments – measured at fair value.

These financial statements were authorized for issue by the Company's Board of Directors on May 15, 2026

b) Presentation of financial statements

The Company presents its balance sheet in order of liquidity. The company prepares and presents its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the format prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'. Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

c) Functional & Presentation Currency

The financial statements are presented in Indian Rupees (INR), which is also the functional currency of the company, in denomination of millions with rounding off to two decimals as permitted by Schedule III to the Act except where otherwise indicated.

d) Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

In particular, information about material areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most material effects on the amounts recognized in the financial statements is included in the following notes:

i. Effective Interest Rate ('EIR') method

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

Previously, the effective interest rate was amortized on a straight line basis over weighted average tenure of the loans. With effect from October 2025, the company has improvised amortization for each loan on the time-proportionate principal outstanding exposure, ensuring improved precision in financial reporting.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

ii. Impairment of financial assets

The measurement of impairment losses across all categories of financial assets requires judgement of the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by several factors changes in which can result in different levels of allowances.

It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

iii. Business Model Assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principle and interest ('SPPI') and the business model test. The Company determines the business model at a level that reflects how Company's financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

iv. Fair value measurement of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principle (or most advantageous) market at the measurement date under current market conditions (i.e. the exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow ("DCF") model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v. Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vi. Contingent liabilities and assets

Contingent liabilities

The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will not be required to settle the obligation.
- A present obligation arising from past events, when no reliable estimate is possible.
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and amount of cash outflow can be reliably estimated.

Contingent liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

Contingent assets

Contingent assets are not recognised. A contingent asset is disclosed, as required by Ind AS 37, where an inflow of economic benefits is probable.

vii. Defined employee benefit plan

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

viii. Recognition of deferred tax assets

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses, if any, can be utilised. Accordingly, the Company exercises its judgment to reassess the carrying amount of deferred tax assets at the end of each reporting period.

ix. Lease - Estimating the Incremental borrowing rate

The Company uses its Incremental borrowing rate (IBR) to record lease liabilities. The IBR is the rate of interest that the Company would have to pay to for its incremental borrowings.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

3.1 Summary of material accounting policies

A) Recognition of Income

i. Interest Income

Interest income is recorded using the effective interest rate ('EIR') method for all financial instruments measured at amortised cost, debt instruments measured at fair value through other comprehensive income ('FVOCI') and debt instruments designated at fair value through profit and loss ('FVTPL').

The EIR (and therefore, the amortised cost of the assets) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter year, where appropriate, to the gross carrying amount of the financial asset. The calculation of the effective interest rate takes into account all contractual terms of the financial instrument (for example, prepayment options) and includes transaction costs and fees that are an integral part of the contract but not future credit losses. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets, other than credit-impaired assets under stage 3. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates the interest to the extent recoverable. If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income.

Delayed payment interest (penal interest and the like) levied on customers for delay in repayments/non-payment of contractual cashflows is recognised on realisation.

ii. Income other than interest

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 - "Revenue from contracts with customers" outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within ASs.

a. Fee and commission Income

All other financial charges such as late payment fee, legal charges, collection charges etc are recognized on receipt basis. These charges are treated to accrue on realization, due the uncertainty of their realization.

Servicing and collection fees on assignment and securitization transactions are recognised upon completion of service in accordance with the terms of relevant contract/agreements.

b. Net gain/loss on fair value changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognised as an unrealised gain/loss. In cases there is a net gain in the aggregate, the same is recognised in "Net gains on fair value changes" under Revenue from operations and if there is a net loss the same is disclosed under "Net loss on fair value changes" in the statement of profit and loss.

c. Other Income

Income on units of mutual funds is recognized as and when redeemed based on the Net Asset Value on redemption date. The company also recognises gain on fair value change of mutual fund measured at FVTPL. All Other Income is recognized on accrual basis of accounting principle.

B) Recognition of Expenses

i. Finance cost

Interest expense includes issue costs that are initially recognized as part of the carrying value of the financial liability and amortized over the expected life using the effective interest method. These include fees and commissions payable to arrangers and other expenses such as external legal costs, provided these are incremental costs that are directly related to the issue of a financial liability.

ii. Fees and commission expense

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges, guarantee fees under guarantee scheme and fees for management of portfolio etc. are recognised in the Statement of Profit and Loss on an accrual basis.

iii. Employee benefit expenses- Share based payments

The Company operates an equity settled share-based payment arrangement for its own employees as well as employees of its subsidiaries. The Company determines the fair value of the employee stock options on the grant date using the Black-Scholes model. The total cost of the share option is accounted for on a straight-line basis over the vesting period of the grant. The cost attributable to the services rendered by the employees of the Company is recognised as employee benefits expenses in profit or loss and that pertaining to employees of subsidiaries is recovered from subsidiaries.

iv. Other expenses

Expenses are recognised on accrual basis inclusive of goods and services tax for which input credit is not statutorily permitted.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

C) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial Assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset except the following:

- Financial assets, with the exception of loans and advances to customers, are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument.
- Loans and advances to customers are recognised when funds are disbursed to the customers.

The classification of financial instruments at initial recognition depends on their purpose and characteristics and the management's intention when acquiring them.

ii. Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in three categories:

- Debt instrument at amortised cost
- Debt instrument at fair value through other comprehensive income (FVTOCI)
- Debt instrument and equity instruments at fair value through profit or loss (FVTPL)

The classification depends on the contractual terms of the cash flows of the financial assets, the Company's business model for managing financial assets and, in case of equity instruments and the intention of the Company whether strategic or non-strategic. The said classification methodology is detailed below

Business model: The business model reflects how the Company manages the assets in order to generate cash flows. That is, where the Company's objective is solely to collect the contractual cash flows from the assets, the same is measured at amortised cost or where the Company's objective is to collect both the contractual cash flows and cash flows arising from the sale of assets, the same is measured at fair value through other comprehensive income (FVTOCI). If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'other' business model and measured at FVTPL.

SPPI Assessment: The Company assesses the contractual terms of the financial assets to identify whether they meet the SPPI test. In making this assessment, the Company considers whether the contractual cash flows represent sole payments of principal and interest which means that whether the cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Principal for the purpose of this test refers to the fair value of the financial asset at initial recognition.

• Debt Instruments at amortised costs

A debt instrument is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit and loss.

• Debt Instruments at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

• Debt Instruments at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

III. Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

IV. Impairment of financial assets

• Overview of the Impairment principles ('ECL')

In accordance with Ind AS 109, the Company is required to measure expected credit losses on its financial instruments designated at amortized cost and fair value through other comprehensive income. Accordingly, the Company is required to determine lifetime losses on financial instruments where credit risk has increased materially since its origination. For other instruments, the Company is required to recognize credit losses over next 12 month period. The Company has an option to determine such losses on individual basis or collectively depending upon the nature of underlying portfolio. The Company has a process to assess credit risk of all exposures at each year end as follows:

Stage I

These represent exposures where there has not been a material increase in credit risk since initial recognition or that has low credit risk at the reporting date. The Company has assessed that all standard exposures (i.e. exposures with no overdues) and exposure upto 30 day overdues fall under this category. In accordance with Ind AS 109, the Company measures ECL on such assets over next 12 months.

Stage II

Financial Instruments that have had a material increase in credit risk since initial recognition are classified under this stage. Based on empirical evidence, material increase in credit risk is witnessed after the overdues on an exposure exceed for a period more than 30 days. Accordingly, the Company classifies all exposures with overdues exceeding 30 days at each reporting date under this Stage. The Company measures lifetime ECL on stage II loans.

Stage III

All exposures having overdue balances for a period exceeding 90 days are considered to be defaults and are classified under this stage. Accordingly, the Company measures lifetime losses on such exposure.

When estimating ECL on a collective basis for a group of similar assets, the Company applies the same principles for assessing whether there has been a material increase in credit risk since initial recognition.

• The calculation of ECLs

The mechanics of the ECL calculation involve the use of following key elements:

Probability of default (PD) - The probability of default is an estimate of the likelihood of default over a given time horizon (12-month or lifetime, depending upon the stage of the asset). PD estimation is done based on historical internal data available with the Group.

Exposure at default (EAD) - It represents an estimate of the exposure of the Group at a future date after considering repayments by the counterparty before the default event occurs. The outstanding balance as at reporting date is considered as EAD by the Group. Considering the PD determined above factors in amount at default, there is no separate requirement to estimate EAD.

Loss given default (LGD) - It represents an estimate of the loss expected to be incurred when the event of default occurs. The Group uses historical loss data/external agency LGD for identified pools for the purpose of calculating LGD.

Macroeconomic Value (MEV) - It represents the impact of macroeconomic factors and economic conditions on financial performance and credit risk.

The Company has incorporated relevant macroeconomic variables and economic forecasts in its assessment of ECL to reflect the impact of anticipated economic conditions on the credit quality of the portfolio.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

• **Definition of Default and cure**

The Company considers a financial instrument as defaulted and classifies it as Stage III (credit-impaired) for ECL calculations typically when the borrower becomes 90 days past due on contractual payments. The Company may also classify a loan in Stage III if there is material deterioration in the financial condition of the borrower or an assessment that adverse market conditions may have a disproportionately detrimental effect on the loan repayment. Thus, as a part of the qualitative assessment of whether an instrument is in default, the Company also considers a variety of instances that may indicate delay in or non-repayment of the loan. When such events occur, the Company carefully considers whether the event should result in treating the borrower as defaulted and therefore assessed as Stage III for ECL calculations or whether Stage II is appropriate.

Classification of accounts into Stage II is done when there is a material increase in credit risk since initial recognition, typically when contractual repayments are more than 30 days past due.

It is the Company's policy to consider a financial instrument as 'cured' and therefore re-classified out of Stage III or Stage II when none of the default criteria which resulted in their downgrade are present.

• **Forward looking Information**

While estimating the expected credit losses, the Company reviews macro-economic developments occurring in the economy and market it operates in. On a periodic basis, the Company analyses if there is any relationship between key economic trends like GDP, Unemployment rates, Benchmark rates set by the Reserve Bank of India, inflation etc. with the estimate of PD, LGD determined by the Company based on its internal data. While the internal estimates of PD, LGD rates by the Company may not be always reflective of such relationships, temporary overlays are embedded in the methodology to reflect such macro-economic trends reasonably.

• **Collateral repossessed**

The Company's policy is to sell repossessed assets. Asset held for sale at fair value less cost to sell or principal outstanding whichever is less at repossession date.

• **Write-offs**

Financial assets are written off either partially or in their entirety only when the Company has no reasonable expectation of recovery. If the amount to be written off is greater than the accumulated loss allowance, the difference recorded as an expense in the period of write off. Any subsequent recoveries are credited to Impairment on financial instrument on statement of profit and loss.

b. Equity Investments and Mutual funds

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as held at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

c. Financial Liabilities

i. Initial recognition and measurement

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is designated as on initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in Statement of profit and loss.

The Company's financial liabilities include loans, debentures and borrowings including bank overdrafts and trade & other payables.

ii. Loans, Debenture and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of profit and loss.

iii. Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

iv. Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised.

v. Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

vi. Reclassification of financial assets and liabilities

The Company doesn't reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

D) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is material to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is material to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is material to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is material to the fair value measurement as a whole) at the end of each reporting year.

E) Leases

i. Company as a lessee:

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset
- The Company has substantially all the economic benefits from use of the asset through the period of the lease and
- The Company has the right to direct the use of the asset

ii. Measurement and recognition:

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist. At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

Short term Lease:

The Company has elected not to recognise right of use asset and lease liabilities for short term leases of property that has lease term of less than 12 months. The Company recognises lease payment associated with these leases as an expense on a straight-line basis over lease term.

iii. Company as a lessor:

As a lessor the Company classifies its leases as either operating or finance leases. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset, and classified as an operating lease if it does not.

F) Property, plant and equipment

Property, plant and equipment are stated at acquisition cost (including incidental expenses directly attributable to bringing the asset to its working condition for its intended use) less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, non-refundable taxes or levies, borrowing costs if capitalization criteria are met and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to PPE is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of property, plant and equipment and any material part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

G) Intangible Assets

Intangible Assets are recognized only if it is probable that the future economic benefits that are attributable to assets will flow to the enterprise and the cost of the assets can be measured reliably. Computer software which is not an integral part of the related hardware is classified as an intangible asset. Intangible assets are measured and recorded at cost and carried at cost less accumulated amortization and accumulated impairment losses, if any.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

H) Depreciation and amortization

Depreciation

Depreciation on property, plant and equipment's is calculated on written down value (WDV) basis. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as under:

Particulars	Useful Life (years)
Furniture and Fixtures	10
Vehicle	8
Computer, printers	3-6
Office Equipment	5

Leasehold improvements and allied office equipment's are amortized on a straight-line basis over useful life estimated by management.

Salvage Value of the assets has been taken five percent of Original Cost (except Intangible assets) as prescribed in Schedule II.

Depreciation on assets acquired/ sold during the period is recognized on a pro-rata basis to the statement of profit and loss from/ upto the date of acquisition/ sale.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial period end and adjusted prospectively, if appropriate.

Amortization

Intangible assets are amortized on a straight line basis over the estimated useful economic life as determined by management. The Company estimates that useful life of an intangible asset will not exceed five years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an Intangible asset exceeds five years, the Company amortizes the intangible asset over the best estimate of its useful life. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is materially different from previous estimates, the amortization period is changed accordingly.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

1) Employee benefits

The company provides employment benefits through various defined contribution and defined benefit plans. Employee benefits include Provident Fund, Leave Encashment, Gratuity and Bonus.

i. Defined contribution plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

ii. Defined benefit plan

The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit Method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the year in which they occur. Remeasurements are not reclassified to profit or loss in subsequent years.

Past service costs are recognised in statement of profit or loss on the earlier of: The date of the plan amendment or curtailment, and the date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and Net Interest expense or income.

iii. Compensated absences

Entitlements to annual leave are recognized when they accrue to the employees. Leave entitlements can be availed while in service of employment subject to restriction on the maximum number of accumulations. The Company determines the liability for such accumulated leave entitlements on the basis of actuarial valuation carried out by an independent actuary at the Year end.

2) Taxes

Tax expense comprises current and deferred tax.

Current tax

Current tax is recognised based on tax rates and tax laws enacted, or substantively enacted, at the reporting date and on any adjustment to tax payable in respect of previous years. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is recognised in the same statement as the related item appears.

Deferred tax

Deferred tax is recognised for temporary differences between the accounting base of assets and liabilities in the Balance Sheet, and their tax bases. Deferred tax is calculated using the tax rates expected to apply in the periods in which the assets will be realised or the liabilities settled. The carrying amount of deferred tax assets is reviewed at each reporting date by the Company and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Deferred tax assets and deferred tax liabilities are offset basis the criteria given under Ind AS 12 'Income Taxes'

3) Share based payments

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity settled share based payments is expensed on a straight line basis over the vesting year, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2026

L) Earning per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity shareholders of the company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as shared based payments, bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

M) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to immaterial risk of changes in value. In the balance sheet, any bank overdrafts, if applicable, are included as a component of borrowings.

N) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company's primary business segments are reflected based on the principal business carried out, i.e. lending activities as Non-Banking Finance Company (NBFC) regulated by the Reserve Bank of India ('RBI'). The risk and returns of the business of the Company is not associated with geographical segmentation, hence there is no secondary segment.

O) Interest in Subsidiaries and Joint venture entities

Investment in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down value immediately to its recoverable amount. On disposal of investment in subsidiaries or the loss of material influence over jointly controlled entities, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

3.2 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025. The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

4 Cash and cash equivalents

	As at March 31, 2026	As at March 31, 2025
Cash on hand	0.03	0.07
Balance with banks		
- balance in current accounts and overdraft accounts	9,552.16	8,589.03
Deposits with original maturity of 3 months or less	500.00	350.00
	<u>10,052.19</u>	<u>8,939.10</u>

5 Bank balance other than cash and cash equivalents

Deposit with original maturity of more than 3 months*	1,609.81	2,482.26
	<u>1,609.81</u>	<u>2,482.26</u>

*Deposits being lien marked against corporate credit cards, overdraft, cash credit, WCDL accounts and pledged for PTC borrowings as external credit enhancement

6 Trade receivables

Considered good - Unsecured	255.66	88.78
Considered good - Secured	-	-
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	-	-
	<u>255.66</u>	<u>88.78</u>
Less: Impairment loss allowance	-	-
Total	<u>255.66</u>	<u>88.78</u>

Trade receivables from related parties (see note 40)

Trade receivables ageing schedule

As at 31 March 2026

Particulars	less than 6 months	6 months- 1 year	1 - 2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables - considered good	255.66	-	-	-	-	255.66
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant Increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-
	<u>255.66</u>	-	-	-	-	<u>255.66</u>

As at 31 March 2025

Particulars	less than 6 Months	6 months- 1 year	1 - 2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables - considered good	88.78	-	-	-	-	88.78
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-
	<u>88.78</u>	-	-	-	-	<u>88.78</u>

Note: The ageing of trade receivables has been determined from the transaction date.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

7 Loans

	As at March 31, 2026			As at March 31, 2025		
	Amortised cost	Fair value through other comprehensive income	Total	Amortised cost	Fair value through other comprehensive income	Total
(A) Term loans						
Corporate loans	2,671.10	59.09	2,730.19	3,773.58	72.33	3,845.91
Consumer loans	73,231.68	-	73,231.68	77,423.34	-	77,423.34
Loans to related parties	86.06	-	86.06	-	-	-
Total (A) Gross	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Less: Impairment loss allowance	4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
Total (A) Net	71,285.25	47.27	71,332.52	75,292.11	62.23	75,354.34
(B)						
Secured by tangible assets and intangible assets	21,244.89	59.09	21,303.98	19,021.07	72.33	19,093.40
Unsecured	54,743.95	-	54,743.95	62,175.85	-	62,175.85
Total (B) Gross	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Less: Impairment loss allowance	4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
Total (B) Net	71,285.25	47.27	71,332.52	75,292.11	62.23	75,354.34
(C) Sector						
Public sector	-	-	-	-	-	-
Others	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Total (C) Gross	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Less: Impairment loss allowance	4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
Total (C) Net	71,285.25	47.27	71,332.52	75,292.11	62.23	75,354.34
(D)						
In India	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Outside India	-	-	-	-	-	-
Total (D) Gross	75,988.84	59.09	76,047.93	81,196.92	72.33	81,269.25
Less: Impairment loss allowance	4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
Total (D) Net	71,285.25	47.27	71,332.52	75,292.11	62.23	75,354.34

Notes:

- i) Loans are non-derivative financial assets which generate a fixed or variable interest income for the Company. The carrying value may be affected by changes in the credit risk of the counterparties.
- ii) Secured Loans granted by the Company are secured by equitable mortgage/registered mortgage of the property and/or undertaking to create a security and/or personal guarantees and/or hypothecation of assets and/or receivables and/or pledge of shares/debenture units and other securities.
- iii) Corporate loan portfolio includes non-convertible debentures of Rs. 463.42 millions (previous year: Rs. 830.61 millions).
- iv) There is no loan given to key managerial personnel (KMP).



DNI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

7.1 Impairment allowance for loans and advances to borrowers

Summary of loans by stage distribution is as follows:

Consumer loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	71,470.66	1,715.67	545.35	73,231.68	73,013.04	3,741.18	669.12	77,423.34
Less: Impairment loss allowance	2,503.36	822.97	500.81	3,827.14	2,073.63	2,350.74	511.74	4,936.11
Net carrying amount	68,967.30	892.70	44.54	69,404.54	70,939.41	1,390.44	157.38	72,487.23

Corporate loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	361.15	-	2,369.04	2,730.19	679.87	776.56	2,389.48	3,845.91
Less: Impairment loss allowance	3.98	-	883.43	887.41	12.72	175.73	790.35	978.80
Net carrying amount	357.17	-	1,485.61	1,842.78	667.15	600.83	1,599.13	2,867.11

Loans to related parties	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	86.06	-	-	86.06	-	-	-	-
Less: Impairment loss allowance	0.86	-	-	0.86	-	-	-	-
Net carrying amount	85.20	-	-	85.20	-	-	-	-

Summary of credit substitutes by stage distribution is as follows:

Credit substitutes	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	-	-	807.16	807.16	-	-	807.16	807.16
Less: Impairment loss allowance	-	-	411.02	411.02	-	-	403.57	403.57
Net carrying amount	-	-	396.14	396.14	-	-	403.59	403.59

An analysis of changes in the gross carrying amount in relation to consumer and corporate lending (except credit substitutes) is as follows:

Consumer loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	73,013.04	3,741.18	669.12	77,423.34	1,14,118.34	3,075.86	306.20	1,17,500.40
New Assets originated, Netted off for repayments and loans derecognised during the year	(487.60)	(3,164.57)	(539.50)	(4,191.66)	(36,389.27)	(3,319.84)	(187.95)	(40,097.06)
Transfers from Stage 1	(1,072.39)	698.24	374.15	-	(4,759.32)	4,069.59	689.73	-
Transfers from Stage 2	15.97	(59.22)	43.25	-	39.55	(86.63)	47.07	-
Transfers from Stage 3	1.63	0.04	(1.67)	-	3.74	2.19	(5.93)	-
Gross carrying amount closing balance	71,470.66	1,715.67	545.35	73,231.68	73,013.04	3,741.18	669.12	77,423.34

Corporate loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	679.87	776.56	2,389.48	3,845.91	2,489.14	883.86	2,112.90	5,485.90
New Assets originated, Netted off for repayments and loans derecognised during the year	(318.72)	(1,564.23)	767.23	(1,115.72)	(3,092.71)	(316.58)	(290.70)	(1,699.99)
Transfers from Stage 1	-	-	-	-	(776.56)	776.56	-	-
Transfers from Stage 2	-	787.67	(787.67)	-	-	(567.28)	567.28	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	361.15	-	2,369.04	2,730.19	679.87	776.56	2,389.48	3,845.91

Loans to related parties	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	-	-	-	-	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised during the year	86.06	-	-	86.06	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	86.06	-	-	86.06	-	-	-	-

An analysis of changes in the gross carrying amount of investments in relation to Credit Substitutes is as follows:

Particulars	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	-	-	807.16	807.16	-	-	807.16	807.16
New Assets originated, Netted off for repayments and loans derecognised during the year	-	-	-	-	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	-	-	807.16	807.16	-	-	807.16	807.16



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amounts in ₹. millions, unless otherwise stated)

An analysis of changes in the ECL allowances in relation to consumer and corporate lending (except Credit Substitutes) is, as follows:

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Consumer loans								
Expected credit loss allowance opening balance	2,073.63	2,350.74	511.74	4,936.11	1,795.57	1,628.45	228.80	3,652.82
Change in ECL due to change in ECL model rate	483.75	181.92	102.73	768.40	1,351.69	304.25	5.38	1,661.32
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	761.65	(2,142.32)	(496.90)	(1,877.57)	2,009.79	(2,103.15)	(184.47)	(578.03)
Transfers from Stage 1	(816.29)	472.69	343.60	-	(3,084.61)	2,557.10	527.51	-
Transfers from Stage 2	0.56	(40.28)	39.72	-	1.09	(37.09)	36.00	-
Transfers from Stage 3	0.06	0.02	(0.08)	-	0.10	1.38	(1.48)	-
Expected credit loss allowance closing balance	2,503.36	822.97	500.81	3,827.14	2,073.63	2,350.74	511.74	4,936.11

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Corporate loans								
Expected credit loss allowance opening balance	12.72	175.73	790.35	978.80	132.64	111.32	661.56	905.52
Change in ECL due to change in ECL model rate	-	-	12.61	12.61	1.65	-	177.41	179.06
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	166.99	(96.48)	(174.51)	(104.00)	54.16	(32.07)	(127.87)	(105.79)
Transfers from Stage 1	(175.73)	-	175.73	-	(175.73)	175.73	-	-
Transfers from Stage 2	-	(79.25)	79.25	-	-	(79.25)	79.25	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	2.98	-	883.43	886.41	12.72	175.73	790.35	978.80

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Loans to related parties								
Expected credit loss allowance opening balance	-	-	-	-	-	-	-	-
Change in ECL due to change in ECL model rate	-	-	-	-	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	0.86	-	-	0.86	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	0.86	-	-	0.86	-	-	-	-

An analysis of changes in the ECL allowances of investment in relation to Credit Substitutes (refer note 8) is, as follows:

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Credit Substitutes								
Expected credit loss allowance opening balance	-	-	403.57	403.57	-	-	403.57	403.57
Change in ECL due to change in ECL model rate	-	-	7.45	7.45	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	-	-	-	-	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	-	-	411.02	411.02	-	-	403.57	403.57

7.2 Collateral

In case of corporate term loans the Company is in the business of extending secured loans mainly backed by mortgage of property (residential or commercial). In addition to the above mentioned collateral, the Company holds other types of collateral and credit enhancements, such as cross-collateralisation on other assets of the borrower, share pledge, guarantees of parent/holding/group companies, personal guarantees of promoters/partners/proprietors, hypothecation of receivables via escrow account and others. Consumer secured loans are hypothecated by first and exclusive charge on the product financed by the Company. In its normal course of business, the Company does not physically repossess properties or other assets, but recovery efforts are made on delinquent loans through collection executives, along with legal means to recover due loan repayments. Once contractual loan repayments are more than 90 days past due, repossession of property may be initiated under the provisions of the SARFAESI Act 2002. Repossessed property is disposed off in the manner prescribed in the SARFAESI Act 2002 to recover outstanding debt.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

8 Investments

As at March 31, 2026	Amortised cost	At fair value through profit and loss	At fair value through other comprehensive income	Subtotal	Others*	Total
(A) Equity Instruments						
Investments in Subsidiaries						
Equity shares in DMI Capital Private Limited	-	-	-	-	386.55	386.55
Equity shares in Appnit Technologies Private Limited	-	-	-	-	685.00	685.00
Equity shares in Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited)	-	-	-	-	1,337.28	1,337.28
Equity shares in DMI Strategic Advisors Private Limited	-	-	-	-	1.50	1.50
Subtotal	-	-	-	-	2,410.33	2,410.33
Others						
Equity shares in Alchemist Asset Reconstruction Company Limited	-	-	236.03	236.03	-	236.03
Subtotal	-	-	236.03	236.03	-	236.03
Preference shares						
Investments in Subsidiaries / Joint Venture						
Compulsorily convertible preference shares in Ampverse DMI Private Limited	-	-	-	-	246.00	246.00
Subtotal	-	-	-	-	246.00	246.00
Others						
Compulsorily convertible preference shares in Saarthi Finbiz Private Limited	-	-	80.00	80.00	-	80.00
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	-	-	103.41	103.41	-	103.41
Subtotal	-	-	183.41	183.41	-	183.41
Investment in Mutual funds						
	-	-	-	-	-	-
Credit substitutes						
805 units of Saha Estate Developer Private Limited of face value Rs 1,000,000 fully paid up	593.77	-	213.39	807.16	-	807.16
Subtotal	593.77	-	213.39	807.16	-	807.16
Investment in Corporate bonds						
	-	-	1,918.41	1,918.41	-	1,918.41
Investment in Treasury bills						
	-	-	739.96	739.96	-	739.96
Investment in Pass through certificates (Unquoted)						
	3,462.94	-	-	3,462.94	-	3,462.94
Other Instruments						
Units of DMI AIF Special Opportunities Scheme	-	-	3.25	3.25	-	3.25
Subtotal	-	-	3.25	3.25	-	3.25
Total (A) Gross	4,056.71	-	3,294.45	7,351.16	2,656.33	10,007.49
Less: Impairment loss allowance	378.58	-	108.66	487.24	-	487.24
Total (A) Net	3,678.13	-	3,185.79	6,863.92	2,656.33	9,520.25
(B) Investments outside India						
Investments in India	4,056.71	-	3,294.45	7,351.16	2,656.33	10,007.49
Total (B) Gross	4,056.71	-	3,294.45	7,351.16	2,656.33	10,007.49
Less: Impairment loss allowance	378.58	-	108.66	487.24	-	487.24
Total (B) Net	3,678.13	-	3,185.79	6,863.92	2,656.33	9,520.25

* At cost



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

8 Investments

As at March 31, 2025	Amortized cost	At fair value through profit and loss	At fair value through other comprehensive income	Subtotal	Others*	Total
(A) Equity Instruments						
Investments in Subsidiaries						
Equity shares in DMI Capital Private Limited	-	-	-	-	386.55	386.55
Equity shares in Appni Technologies Private Limited	-	-	-	-	663.03	663.03
Equity shares in Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited)	-	-	-	-	1,093.48	1,093.48
Subtotal	-	-	-	-	2,143.06	2,143.06
Others						
Equity shares in Alchemist Asset Reconstruction Company Limited	-	-	226.20	226.20	-	226.20
Subtotal	-	-	226.20	226.20	-	226.20
Preference shares						
Investments in Subsidiaries / Joint Venture						
Compulsorily convertible preference shares in Appni Technologies Private Limited	-	-	-	-	21.97	21.97
Compulsorily convertible preference shares in Ampverse DMI Private Limited	-	-	-	-	237.80	237.80
Subtotal	-	-	-	-	259.77	259.77
Others						
Compulsorily convertible preference shares in Saarthi Rtnb Private Limited	-	-	160.01	160.01	-	160.01
Subtotal	-	-	160.01	160.01	-	160.01
Mutual funds						
5,23,991.12 units of Baroda BNP Paribas Liquid Fund - Direct Growth	-	1,567.09	-	1,567.09	-	1,567.09
5,35,776.29 units of HDFC Liquid Fund - Direct Plan - Growth Option	-	2,723.52	-	2,723.52	-	2,723.52
9,974.52 units of SBI Liquid Fund Direct Growth	-	40.46	-	40.46	-	40.46
6,32,509.46 units of DSP Liquidity Fund - Direct Plan - Growth	-	2,345.52	-	2,345.52	-	2,345.52
4,28,015.35 units of UTI Liquid Cash Plan - Direct Plan - Growth	-	1,819.58	-	1,819.58	-	1,819.58
42,85,260.84 units of Aditya - Direct Plan - Growth	-	1,789.07	-	1,789.07	-	1,789.07
63,873.88 units of ICICI Liquid Fund - DP Growth	-	24.52	-	24.52	-	24.52
10,40,537.02 units of Axis Liquid Fund - Direct Growth	-	3,000.49	-	3,000.49	-	3,000.49
5,57,780.86 units of Nippon - Direct Plan - Growth Option	-	3,540.18	-	3,540.18	-	3,540.18
Subtotal	-	16,850.43	-	16,850.43	-	16,850.43
Credit Substitutes						
805 units of Saha Estate Developer Private Limited of face value Rs 1,000,000 fully paid up	593.77	-	213.39	807.16	-	807.16
Subtotal	593.77	-	213.39	807.16	-	807.16
Investment in Corporate bonds	-	-	-	-	-	-
Investment in Treasury bills	-	-	-	-	-	-
Investment in Pass through certificates (Unquoted)	3,592.61	-	-	3,592.61	-	3,592.61
Other Instruments						
Units of DMI AIF Special Opportunities Scheme	-	-	4.76	4.76	-	4.76
Subtotal	-	-	4.76	4.76	-	4.76
Total (A) Gross	4,186.38	16,850.43	604.36	21,641.17	2,402.83	24,044.00
Less: Impairment loss allowance	296.88	-	106.69	403.57	-	403.57
Total (A) Net	3,889.50	16,850.43	497.67	21,237.60	2,402.83	23,640.43
(B) Investments outside India						
Investments in India	4,186.38	16,850.43	604.36	21,641.17	2,402.83	24,044.00
Total (B) Gross	4,186.38	16,850.43	604.36	21,641.17	2,402.83	24,044.00
Less: Impairment loss allowance	296.88	-	106.69	403.57	-	403.57
Total (B) Net	3,889.50	16,850.43	497.67	21,237.60	2,402.83	23,640.43

* At cost

Notes:

(i) For movement of impairment loss allowance refer note 7.3

(ii) Information of subsidiaries and joint venture

Name of the Entity	Principal Activity	Place of Incorporation	Principal place of business	Proportion of the ownership interest	
				As at Mar 31, 2026	As at March 31, 2025
Subsidiaries					
DMI Capital Private Limited	Financial Service	Delhi	Delhi	100.00%	100.00%
Appni Technologies Private Limited	Financial Services (Prepaid Instrument Issuer)	Lucknow, Uttar Pradesh	NOIDA, Uttar Pradesh	95.77%	95.77%
Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited) (w.e.f 26 Aug 2024)	Information Technology services	Delhi	Delhi	71.92%	97.14%
DMI Strategic Advisors Private Limited (w.e.f 31 July 2025)	Shared services activities	Delhi	Delhi	100.00%	NA
Joint Venture					
Ampverse DMI Private Limited	Promotion of Exports	Delhi	Delhi	49.00%	49.00%



DML Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

9 Other financial assets (at amortized cost)

Security deposit
First loss default guarantee recoverable
Interest accrued on fixed deposits
Unbilled revenue and recoverables
Others

Less: Impairment loss allowance
Total

As at March 31, 2026	As at March 31, 2025
82.33	45.82
481.78	348.37
20.09	45.01
778.79	204.59
35.69	35.99
1,398.68	679.78
81.20	81.20
1,317.48	598.58

10 Current tax assets (net)

Advance Income-tax (net)
Total

1,624.11	1,434.05
1,624.11	1,434.05

11 Deferred tax assets

Deferred tax liability
Fair value of financial instruments
Leased assets
Total deferred tax liabilities

76.86	134.81
110.88	100.30
187.74	235.11

Deferred tax asset
Provision for employee benefits
Difference in written down value as per Companies Act and Income-tax Act
EIR adjustment for processing fee
Liability against leases
Impairment loss allowance
Taxable losses
Disallowance u/s 43B of Income Tax Act, 1961
Carry forward of interest disallowed u/s 94B
Total deferred tax asset

59.44	43.93
21.02	18.08
427.77	622.35
125.92	115.95
1,329.84	1,602.87
101.26	-
8.56	-
0.16	3.00
2,073.97	2,406.18
1,886.23	2,171.07

Net deferred tax asset

Note: For Tax expense (refer Note no 47)



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Movement of deferred tax assets	As at March 31, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/credited to other comprehensive Income	As at March 31, 2026
Liabilities				
Fair value of financial instruments	134.81	(40.20)	(17.75)	76.86
Leased assets	100.30	10.58	-	110.88
Deferred tax liabilities	235.11	(29.62)	(17.75)	187.74
Assets				
Provision for employee benefits	43.93	18.66	(3.15)	59.44
Difference in written down value as per Companies Act and Income-tax Act	18.08	2.94	-	21.02
EIR adjustment for processing fee	622.35	(194.58)	-	427.77
Liability against leases	115.95	9.97	-	125.92
Impairment loss allowance	1,602.87	(273.03)	-	1,329.84
Taxable losses	-	101.26	-	101.26
Disallowance u/s 43B of Income Tax Act, 1961	-	8.56	-	8.56
Carry forward of interest disallowed u/s 94B	3.00	(2.84)	-	0.16
Deferred tax assets	2,406.18	(329.06)	(3.15)	2,073.97
Net deferred tax asset	2,171.07	(299.44)	14.60	1,886.23

Movement of deferred tax assets	As at March 31, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/credited to other comprehensive Income	As at March 31, 2025
Liabilities				
Fair value of financial instruments	103.37	29.96	1.48	134.81
Leased assets	55.24	45.06	-	100.30
Deferred tax liabilities	158.61	75.02	1.48	235.11
Assets				
Provision for employee benefits	34.06	8.95	0.92	43.93
Difference in written down value as per Companies Act and Income-tax Act	16.17	1.91	-	18.08
EIR adjustment for processing fee	771.95	(149.60)	-	622.35
Liability against leases	66.26	49.69	-	115.95
Impairment loss allowance	1,264.67	338.20	-	1,602.87
Notional interest on Market linked debentures	48.98	(48.98)	-	-
Carry forward of interest disallowed u/s 94B	-	3.00	-	3.00
Deferred tax assets	2,202.09	203.17	0.92	2,406.18
Net deferred tax asset	2,043.48	128.15	(0.56)	2,171.07



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

12 Property, plant and equipment (at cost)

	Furniture and fixtures	Computers	Vehicles	Office equipment	Lease hold improvements	Total
Gross carrying amount						
Balance as at March 31, 2024	1.96	94.03	7.66	46.76	196.70	347.11
Additions	-	36.16	-	7.79	11.45	55.40
Disposals	(0.20)	(5.63)	-	(3.84)	-	(9.67)
Balance as at March 31, 2025	1.76	124.56	7.66	50.71	208.15	392.84
Additions	2.30	35.20	-	5.92	46.18	89.60
Disposals	(0.13)	(15.55)	-	(0.98)	-	(16.66)
Balance as at March 31, 2026	3.93	144.21	7.66	55.65	254.33	465.78
Accumulated depreciation						
Balance as at March 31, 2024	1.48	67.14	2.22	36.61	98.62	206.07
Charge for the year	0.12	22.80	1.68	6.50	22.29	53.38
Disposals	(0.19)	(5.31)	-	(3.64)	-	(9.14)
Balance as at March 31, 2025	1.41	84.63	3.90	39.47	120.91	250.31
Charge for the year	0.48	30.06	1.15	4.95	20.75	57.40
Disposals	(0.12)	(13.63)	-	(0.92)	-	(14.67)
Balance as at March 31, 2026	1.77	101.06	5.05	43.51	141.66	293.04
Net carrying amount						
As at March 31, 2024	0.48	26.89	5.44	10.15	98.08	141.04
As at March 31, 2025	0.35	39.94	3.76	11.24	87.24	142.53
As at March 31, 2026	2.16	43.15	2.61	12.14	112.67	172.74

Notes:

- i) Leasehold improvements comprises expenditure incurred for the construction on the property obtained on lease as disclosed in Note 14 - Right of use assets.
- ii) During the current financial year and in the previous financial year there is no revaluation of Property, plant and equipment.
- iii) There is no proceeding initiated against the Company for the properties under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (Formerly the Benami Transaction (Prohibition) Act 1988 (45 of 1988)) and the rules made thereunder.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

13 Intangible assets under development

	As at March 31, 2026	As at March 31, 2025
Intangible assets under development	3.80	3.71
	3.80	3.71

As at 31 March, 2026	Amount in Intangible assets under development for a period				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2.84	0.96	-	-	3.80
	2.84	0.96	-	-	3.80

As at 31 March, 2025	Amount in Intangible assets under development for a period				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3.71	-	-	-	3.71
	3.71	-	-	-	3.71

Note:

Contractual commitments to be executed on capital account amounting to Rs. 2.00 millions. (previous year: Rs. 0.58 millions)

14 Right of use assets

	Right of use assets	Total
Gross carrying amount		
Balance as at April 01, 2024	457.18	457.18
Additions	269.29	269.29
Disposals	(1.42)	(1.42)
Balance as at March 31, 2025	719.05	719.05
Additions	136.05	136.05
Disposals	-	-
Balance as at March 31, 2026	855.10	855.10
Depreciation		
Balance as at April 01, 2024	237.70	237.70
Additions	83.35	83.35
Disposals	(0.51)	(0.51)
Balance as at March 31, 2025	320.54	320.54
Additions	94.00	94.00
Disposals	-	-
Balance as at March 31, 2026	414.54	414.54
Net carrying amount		
As at March 31, 2024	219.48	219.48
As at March 31, 2025	398.51	398.51
As at March 31, 2026	440.56	440.56

Note: For other details please refer Note 46

15 Other Intangible assets

	Software	Total
Gross carrying amount		
Balance as at April 01, 2024	88.98	88.98
Additions	25.96	25.96
Disposals	-	-
Balance as at March 31, 2025	114.94	114.94
Additions	14.04	14.04
Disposals	(3.54)	(3.54)
Balance as at March 31, 2026	125.44	125.44
Amortization		
Balance as at April 01, 2024	58.01	58.01
Additions	21.20	21.20
Disposals	-	-
Balance as at March 31, 2025	79.21	79.21
Additions	20.11	20.11
Disposals	(3.15)	(3.15)
Balance as at March 31, 2026	96.17	96.17
Net carrying amount		
As at March 31, 2024	30.97	30.97
As at March 31, 2025	35.73	35.73
As at March 31, 2026	29.27	29.27



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
16 Other non- financial assets		
Prepaid expenses	261.39	269.35
Other non-financial assets	21.93	30.05
Total	283.32	299.40
17 Assets held for sale		
Assets under settlement (see note below)	75.00	75.00
	75.00	75.00

Note

1. These assets represent assets acquired from the Company's borrowers as a part of Company's risk management strategy. In these cases, the Company had entered into settlement agreement as a prudent measure by the management wherein the borrower was approached and there was a mutual consensus between the Company and borrower to transfer the asset in the name of the Company towards settlement of the loan amount.

2. Title deeds of all immovable properties are held in the name of the Company.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

18 Payables

a. Trade payables

	As at March 31, 2026	As at March 31, 2025
i. Total outstanding dues of micro and small enterprises (See note "B" below)	21.76	8.11
ii. Total outstanding dues of creditors other than micro and small enterprises	1,651.40	1,054.16
	<u>1,673.16</u>	<u>1,062.27</u>

b. Other payables

i. Total outstanding dues of micro and small enterprises (See note "B" below)	-	-
ii. Total outstanding dues of creditors other than micro and small enterprises	618.34	858.26
	<u>618.34</u>	<u>858.26</u>
Total	<u>2,291.50</u>	<u>1,920.53</u>

A) Trade payable and other payable ageing schedule

As at 31 March 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	21.38	0.38	-	-	21.76
Total outstanding dues of creditors other than micro and small enterprises	1,130.61	84.03	373.61	681.49	2,269.74
Disputed dues of micro and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-
Total	<u>1,151.99</u>	<u>84.41</u>	<u>373.61</u>	<u>681.49</u>	<u>2,291.50</u>

As at 31 March 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	8.11	-	-	-	8.11
Total outstanding dues of creditors other than micro and small enterprises	1,333.74	424.09	67.78	86.81	1,912.42
Disputed dues of micro and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-
Total	<u>1,341.85</u>	<u>424.09</u>	<u>67.78</u>	<u>86.81</u>	<u>1,920.53</u>



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

B) Amount outstanding of micro and small enterprises

Based on the responses received from certain suppliers, the Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

	As at March 31, 2026	As at March 31, 2025
i) The Principal amount and the interest due thereon remaining unpaid to any supplier at year end		
- Principal amount	21.68	8.03
- Interest thereon	0.08	0.08
ii) the amount of interest paid by the buyer in terms of section 16 of MSMED Act, along with the amounts of the payment	-	-
iii) the amount of Interest due and payable for the year of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
iv) the amount of Interest accrued and remaining unpaid	0.08	0.08
v) the amount of further Interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small investor	-	-

19 Debt securities (at amortised cost)

Non convertible debentures (refer note 19.1)	5,945.67	9,023.44
Commercial paper (refer note 19.2)	-	243.86
	5,945.67	9,267.30
Secured **	99.97	3,687.74
Unsecured	5,845.70	5,579.56
Total	5,945.67	9,267.30
Debt securities in India	5,945.67	9,267.30
Debt securities outside India	-	-
Total	5,945.67	9,267.30

** Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Company of Rs. 136.35 millions (previous year Rs. 4,981.25 millions) to the extent as stated in the respective information memorandum.

The Company has not created the Debenture redemption reserve as it is not mandatorily required in accordance with provisions of the Companies Act 2013.

The Company has, at all times, for the secured NCDs, maintained sufficient asset cover as stated in the respective information memorandum.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

19.1 Terms of redeemable non-convertible debentures (NCD's)

A Secured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number of debentures	Rate of interest	Face value	Amount outstanding as at March 31, 2026	Amount outstanding as at March 31, 2025	Terms of redemption
INE604O07175	November 28, 2023	August 22, 2025	1,00,000	20,000	9.75%	2,000	-	1,995.73	633 Days from the date of allotment. Coupon payment frequency is annually and on maturity
INE604O07183	January 24, 2024	July 24, 2026	1,00,000	5,000	9.80%	500	99.97	299.78	912 Days from the date of Allotment with semi-annual principal repayments. Coupon frequency is half-yearly
INE604O07191	September 30, 2024	September 30, 2025	1,00,000	14,000	9.70%	1,400	-	1,392.23	365 Days from the date of allotment. Coupon payment frequency is annually and on maturity
Total							99.97	3,687.74	

B Unsecured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number of debentures	Rate of interest	Face value	Amount outstanding as at March 31, 2026	Amount outstanding as at March 31, 2025	Terms of redemption
INE604O08132	March 12, 2024	March 12, 2027	1,00,000	46,400	9.80%	4,640.00	4,350.00	4,640.00	36 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08157	October 18, 2024	April 18, 2027	1,00,000	5,617	9.75%	561.70	561.70	561.70	30 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08140	June 4, 2024	June 4, 2027	1,00,000	1,340	9.80%	134.00	134.00	134.00	36 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08165	February 3, 2026	February 4, 2027	2,00,000	8,000	8.75%	800.00	800.00	-	366 Days from date of allotment. Coupon payment frequency is quarterly and on maturity.
Total							5,845.70	5,335.70	

19.2 Terms of Commercial Paper

Unsecured

ISIN	Date of allotment	Date of redemption	Nominal value per unit/ per commercial paper	Number	Rate of interest	Face value	Amount outstanding as at March 31, 2026*	Amount outstanding as at March 31, 2025*	Terms of redemption
INE604O14148	October 17, 2024	July 17, 2025	5,00,000	500	8.94%	250.00	-	243.86	273 days from the date of allotment
Total							-	243.86	

* Includes discount accretion Nil (previous year INR 6.14 million) as at March 31, 2026



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

20 Borrowings (other than debt securities) (at amortised cost)

As at March 31, 2026 As at March 31, 2025

Secured

Term loans

From banks and financial Institutions (See note i, iii and v below)

13,349.70 23,581.95

Other loans

Securitisation - PTC Borrowings (See note ii and iv below)

5,823.58 11,082.26

19,173.28 34,664.21

Borrowings in India

19,173.28 34,664.21

Borrowings outside India

- -

Total

19,173.28 34,664.21

Notes:

i) Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Company to the extent of Rs. 22,415.17 millions (Previous year: Rs. 38,744.28 millions).

ii) Secured against exclusive fixed charge by way of hypothecation of loans and receivables of the Company to the extent of Rs. 5,831.41 millions (Previous year: Rs. 15,607.10 millions)

iii) Terms of repayment of borrowings are as follows:

Lender	Disbursement Amount	Repayment	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025
Bank of Baroda-3	500	16 quarterly installments	-	124.82
Bank of Baroda-4	1,000	12 quarterly installments	-	166.48
Bank of Baroda-5	1,000	12 quarterly installments	-	332.66
Bank of Baroda-6	3,000	12 quarterly installments	199.81	1,742.10
Karnataka Bank Limited -5	1,000	34 monthly installments	87.02	473.83
Bank of Maharashtra-1	500	42 monthly installments	-	22.61
Bank of Maharashtra-2	2,000	42 monthly installments	80.24	657.80
Bank of Maharashtra-3	2,000	33 monthly installments	-	572.32
Bank of Maharashtra-4	3,000	33 monthly installments	248.88	1,350.93
State Bank Of India-1	1,000	15 quarterly installments	-	66.59
State Bank Of India-2	2,000	15 quarterly installments	-	532.33
State Bank of India -3	2,000	15 quarterly installments	399.68	931.13
State Bank of India -4	7,500	15 quarterly installments	2,986.01	4,961.95
Kotak Mahindra Bank Limited-3	750	24 monthly installments	-	93.74
Kotak Mahindra Bank Limited-4	250	24 monthly installments	-	34.09
Kotak Mahindra Bank Limited-5	1,500	24 monthly installments	-	45.64
Kotak Mahindra Bank Limited-6	500	24 monthly installments	-	249.83
Kotak Mahindra Bank Limited-7	2,000	24 monthly installment	249.85	748.43
IndusInd Bank Limited -3	2,500	12 quarterly installments	-	815.79
IndusInd Bank Limited -4	500	12 quarterly installments	165.50	327.75
Punjab National Bank-2	500	14 quarterly installments	-	387.59
South Indian Bank Limited -2	500	15 quarterly installments	-	128.63
South Indian Bank Limited -3	1,000	5 quarterly installments	997.12	395.32
Indian Bank-1	750	16 quarterly installments	-	234.12
Indian Bank-4	500	8 quarterly installments	124.84	373.68
MUFG Bank Limited	3,000	Bullet Payment (180 Days)	3,000.00	-
CSB Bank Limited -3	500	12 quarterly installments	226.16	413.09
CSB Bank Limited -4	500	36 monthly installments	495.60	-
DCB Bank	1,000	30 monthly installment	995.48	66.37
Bandhan Bank-1	1,000	27 monthly installment	997.73	-
Utkarsh Small Finance Bank Limited-1	300	37 monthly installments	-	81.00
Utkarsh Small Finance Bank Limited -2	380	37 monthly installments	-	100.83
Utkarsh Small Finance Bank Limited -3	400	24 monthly installment	399.09	-
Jammu & Kashmir Bank Limited	500	14 quarterly installments	-	177.11
Canara Bank	1,000	14 quarterly installments	-	408.53
AxIs Bank Ltd-2	2,000	8 quarterly installments	-	792.56
Indian Overseas Bank	500	14 quarterly installments	-	237.87
Bajaj Finance Limited TL-1	1,000	36 monthly installments	222.08	554.61
Bajaj Finance Limited TL-2	1,000	36 monthly installments	198.42	347.42
Federal Bank Limited 1	500	10 quarterly installments	-	246.09
Federal Bank Limited 2	500	10 quarterly installments	-	79.29
Aditya Birla Finance Limited TL-1	500	12 quarterly installments	-	72.73
Aditya Birla Finance Limited TL-2	500	12 quarterly installments	-	407.54
Poonawalla Fincorp Ltd TL-1	500	36 Monthly installments	152.85	320.93



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Poonawalla Fincorp Ltd TL-2	500	36 Monthly Installments	-	132.40
Poonawalla Fincorp Ltd TL-3	1,000	24 monthly Installment	997.50	-
UCO Bank	2,000	12 quarterly installments	-	1,150.43
HSBC Bank TL-1	1,500	24 quarterly installments	-	652.94
Bank of India TL-1	1,000	14 quarterly installments	125.84	699.26
RBL Bank	1,000	8 quarterly installments	-	870.79
Total			13,349.70	23,581.95

Interest rate ranges from 7.40% p.a. to 9.65% p.a.

Security cover ratio ranges from 1.10 times to 1.25 times

iv) Terms of repayment of Securitization- PTC borrowings are as follows:

Securitisation	Total Amount	Payment Terms	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025
PLUM 24-3	1,504.46	Monthly Payout to the Trust on the Pay in Date	-	141.28
PLUM 24-4	1,272.38	Monthly Payout to the Trust on the Pay in Date	-	109.04
PLUM 24-5	977.60	Monthly Payout to the Trust on the Pay in Date	-	212.83
PLUM 24-6	514.28	Monthly Payout to the Trust on the Pay in Date	-	99.47
PLUM 24-7	1,862.79	Monthly Payout to the Trust on the Pay in Date	-	632.84
PLUM 24-10	483.34	Monthly Payout to the Trust on the Pay in Date	1.44	168.77
PLUM 24-11	1,028.20	Monthly Payout to the Trust on the Pay in Date	-	340.55
PLUM 24-8	2,155.20	Monthly Payout to the Trust on the Pay in Date	-	656.36
PLUM 24-9	1,460.00	Monthly Payout to the Trust on the Pay in Date	-	404.32
PLUM 25-1	2,163.05	Monthly Payout to the Trust on the Pay in Date	25.86	1,044.06
PLUM 25-2	832.52	Monthly Payout to the Trust on the Pay in Date	-	353.64
PLUM 25-3	601.87	Monthly Payout to the Trust on the Pay in Date	24.67	326.81
APRIUM 25-1	2,116.07	Monthly Payout to the Trust on the Pay in Date	-	1,063.73
PLUM 25-6	881.28	Monthly Payout to the Trust on the Pay in Date	77.94	571.72
PLUM 25-4	1,869.24	Monthly Payout to the Trust on the Pay in Date	43.70	1,032.62
PLUM 25-7	2,820.66	Monthly Payout to the Trust on the Pay in Date	177.14	1,926.91
PLUM 25-8	1,998.88	Monthly Payout to the Trust on the Pay in Date	516.04	1,997.31
PLUM 26-1	2,462.40	Monthly Payout to the Trust on the Pay in Date	2,458.89	-
PLUM 26-2	1,274.20	Monthly Payout to the Trust on the Pay in Date	1,274.20	-
PLUM 26-3	1,225.71	Monthly Payout to the Trust on the Pay in Date	1,223.70	-
Total			5,823.58	11,082.26

Interest rate ranges from 7.95% p.a. to 10.80% p.a.

v) Secured term loans from banks amounting to Rs. 13,349.70 millions (Previous Year : 23,581.95 millions) and carry rate of interest in the range of 7.40% p.a to 9.65% p.a. (Previous year: 8.40% p.a to 10.90% p.a.) The loans are having tenure of upto 4 years from the date of disbursement and are repayable in both monthly, quarterly installments and bullet repayment.

vi) The Company has not defaulted in the repayment of dues to its lenders.

vii) The Company has not been declared as wilful defaulter by any of banks, financial institution or any other lender.

viii) The Company has been submitting monthly/quarterly receivable/stock data with the lenders as per the provision of sanction letters and there are no discrepancies between receivable/stock data submitted to the lenders and book of accounts.

ix) The Company doesn't have any charges or satisfaction which is yet to be registered with ROC beyond statutory period.

x) The Company has utilised the funds raised from banks and financial institutions for the specific purpose for which they are borrowed.

xi) For maturity analysis of borrowings (other than debt securities), refer note no 48.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
21 Lease liabilities		
Lease liabilities (refer note 46)	500.33	460.69
	<u>500.33</u>	<u>460.69</u>
22 Other financial liabilities		
Interest accrued but not due		
- Debt securities	40.14	169.42
- Borrowings other than debt securities	31.22	49.40
Payable to employees	511.85	277.32
	<u>583.21</u>	<u>496.14</u>
23 Provisions		
Provision for gratuity (refer note 38)	83.99	66.88
Provision for compensated absences	117.30	107.68
	<u>201.29</u>	<u>174.56</u>
24 Other non-financial liabilities		
Statutory dues payable	150.11	146.21
Security deposit	1.86	1.86
	<u>151.97</u>	<u>148.07</u>



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

25 Equity share capital

A. Authorized share capital

Equity shares of Rs. 10 each
Compulsorily convertible preference shares of Rs. 10 each

As at March 31, 2026		As at March 31, 2025	
No. of shares	Amount	No. of shares	Amount
1,96,50,00,000	19,650.00	1,96,50,00,000	19,650.00
12,50,00,000	1,250.00	12,50,00,000	1,250.00
2,09,00,00,000	20,900.00	2,09,00,00,000	20,900.00

B. Issued, subscribed and paid up

Fully called-up and paid-up

Equity shares of Rs. 10 each

74,26,32,169	7,426.32	74,26,32,169	7,426.32
74,26,32,169	7,426.32	74,26,32,169	7,426.32

Total

25.1 The reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Balance at the beginning of year
Changes in equity share capital due to prior period errors
Restated balance at the beginning of the period
Shares issued during the year
First call money called on partly paid up shares
Reduction and cancellation of partly paid up shares
Balance at the end of year

74,26,32,169	7,426.32	79,81,80,008	7,424.87
-	-	-	-
74,26,32,169	7,426.32	79,81,80,008	7,424.87
-	-	1,45,423	1.45
-	-	-	-
-	-	(5,56,93,262)	-
74,26,32,169	7,426.32	74,26,32,169	7,426.32

25.2 Shares held by holding Company

DMI Limited

As at March 31, 2026		As at March 31, 2025	
No. of shares	% holding	No. of shares	% holding
51,07,92,426	68.78%	51,07,92,426	68.78%
51,07,92,426	68.78%	51,07,92,426	68.78%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The Company has not issued any equity shares or compulsory convertible preference shares during the financial year ended March 31, 2026.

25.3 Details of shareholders holding more than 5% shares in the Company

Name of the shareholder

Equity shares of Rs. 10 each fully paid up and partly paid up

DMI Limited
NIS Ganesha S.A.
MUFG Bank Limited

As at March 31, 2026		As at March 31, 2025	
No. of shares	% holding	No. of shares	% holding
51,07,92,426	68.78%	51,07,92,426	68.78%
6,47,35,441	8.72%	6,47,35,441	8.72%
7,38,30,443	9.94%	7,38,30,443	9.94%

Note: As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(i) % holding is calculated on the basis of paid up share capital of the Company.

25.4 Details of shares held by promoters

Particulars

Equity shares of Rs. 10 each fully paid up

No. of shares at the beginning of the year
Change during the year
No. of shares at the end of the year
% of total shares
% change during the year

As at March 31, 2026	As at March 31, 2025
51,07,92,426	51,92,72,316
-	(84,79,890)
51,07,92,426	51,07,92,426
68.78%	68.78%
0.00%	(1.16%)

DMI Limited is the promoter of the Company, as defined under Companies Act, 2013

25.5 Rights, preferences and restrictions

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of the equity shares held by the shareholders.

25.6 Aggregate number of shares issued for consideration other than cash during the five years

The Company has not issued any shares pursuant to a contract without payment being received in cash nor allotted as fully paid up by the way of bonus shares and there has not been any buy back of shares in the current period and the immediately preceding four years.

25.7 Uncalled and Unpaid Capital

The Company did not have any uncalled and unpaid share capital during the financial year, and no such amounts were outstanding as on March 31, 2026.



DMI Finance Private Limited
Notes to the standalone financial statements
{All Amount in Rs. millions, unless otherwise stated}

26 Other equity

	As at March 31, 2026	As at March 31, 2025
Securities premium	46,572.72	46,572.72
Capital redemption reserve	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act	2,798.06	2,584.95
Share based payment outstanding reserve	914.46	773.65
Share warrant reserve	169.75	136.01
Retained earnings	10,997.69	10,118.26
Other comprehensive income	794.76	838.15
Upfront monies received on share warrant	0.72	0.72
Total	62,329.37	61,105.67
Securities premium		
Opening balance	46,572.72	46,561.46
Add : Premium on shares issued during the year (including shares issued under Employees Stock Option plan)	-	11.26
Closing balance	46,572.72	46,572.72
Capital redemption reserve		
Opening balance	81.21	81.21
Add : Additions during the year	-	-
Closing balance	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act		
Opening balance	2,584.95	2,574.33
Add : Transfer during the year from Surplus in statement of profit and loss	213.11	10.62
Closing balance	2,798.06	2,584.95
Share based payment outstanding reserve		
Opening balance	773.65	501.65
Add: Granted/vested during the year	167.79	274.58
Less : Lapsed during the year	(26.98)	(2.58)
Closing balance	914.46	773.65
Share warrant reserve		
Opening balance	136.01	100.93
Add: Granted/vested during the year	35.90	35.08
Less : Lapsed during the year	(2.16)	-
Closing balance	169.75	136.01
Retained earnings		
Opening balance	10,118.26	10,075.77
Add : Profit for the year	1,065.56	53.11
Less : Transfer to reserve fund as per section 45 IC of RBI Act, 1934	(213.11)	(10.62)
Add: Share options lapsed during the year	26.98	-
Closing balance	10,997.69	10,118.26



DM! Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
Upfront monies received on share warrant		
Opening balance	0.72	0.72
Add : Amount received during the year	-	-
Closing balance	0.72	0.72
Other Comprehensive Income		
Opening balance	838.15	836.50
Add: Remeasurement gain on defined benefit plan	(57.99)	(2.76)
Add : Gain on Fair Value changes	14.60	4.41
Closing balance	794.76	838.15
Share application money pending allotment		
Opening balance	-	1.84
Less: Share allotment from upfront money received in previous financial year	-	(1.84)
Closing balance	-	-

Security premium

Securities premium represents premium received on issue of shares. The amount is utilised in accordance with the provisions of the Companies Act 2013

Capital redemption reserve

The same had been created in accordance with provisions of the Companies Act 2013 on buy back of shares.

Statutory reserve u/s 45-IC of RBI Act

The reserve is created as per the provision of Section 45 (IC) of Reserve Bank of India Act, 1934. This is a restricted reserve and no appropriation can be made from this reserve fund except for the purpose as may be prescribed by Reserve Bank of India.

Share based payment outstanding reserve

The reserve is used to recognise the fair value of the options issued to employees of the Company and subsidiary/group companies under Company's employee stock option plan.

Share warrant reserve

The reserve is used to recognise the fair value of the warrants issued.

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since the Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, or any such other appropriations to specific reserves.

Upfront monies received on share warrant

Upfront monies received on share warrant represents the upfront monies received against the share warrants issued by the Company.

Share application money pending allotment

The company received Rs. 1.84 millions in the financial year 2023-24, on which allotment of shares is made in the previous financial year.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

27 Interest income

	For the Year ended March 31, 2026			For the Year ended March 31, 2025		
	On financial Instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI	On financial Instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI
Interest income on portfolio loans	-	13,639.20	-	-	25,688.51	14.13
Interest income on investments	-	650.47	-	-	560.18	-
Interest on deposits with bank	-	159.750	-	-	156.28	-
	-	14,448.42	-	-	26,404.97	14.13
Total Interest Income			14,448.42			26,419.10

28 Fees and commission income

	Amount Invoiced		Revenue booked	
	For the Year ended March 31, 2026	For the Year ended March 31, 2025	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Foreclosure Income	155.47	154.87	155.47	154.87
Service and administration income	116.97	788.07	116.97	788.07
Distribution Income	21.19	160.10	27.99	160.10
Insurance Brokerage*	0.53	-	0.53	-
Others	1,132.48	2,433.10	1,152.35	2,609.51
	1,426.64	3,536.14	1,453.31	3,712.55

Breakup of Insurance Brokerage*

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Life Insurance Business	0.32	-
Non Life Insurance Business	0.21	-
Total	0.53	-

Except as disclosed above, the company has not received any other income or payments from insurers or their group companies, nor have any payments been received by its group companies and/or associates from any insurer.

29 Net gain on fair value changes

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
(A) Net gain on financial Instruments at fair value through profit and loss		
On financial Instruments designated at fair value through profit or loss	1,104.67	840.78
(B) others	-	-
	1,104.67	840.78
Analysis of fair value changes		
Realised	1,294.72	650.72
Unrealised	(190.05)	190.06
	1,104.67	840.78

30 Other Income

Cost sharing from group companies	59.56	156.50
Miscellaneous income	3.35	13.20
Profit on Slump Sale*	260.45	-
	363.36	169.70

* During the financial year, the Company transferred its Technology Division, comprising a 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 ₹243.80 million based on a fair valuation report. The consideration was 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 at the Company's Board Meeting held on October 15, 2025.

31 Finance costs

Interest on financial liabilities (measured at amortised cost)

Interest on debt securities		
- on non convertible debentures	699.48	808.98
- on market linked debentures	-	85.14
- on commercial paper	6.14	189.19
Interest on borrowings (other than debt securities)		
- on bank term loan	1,459.74	4,740.65
- on bank cash credit	-	0.58
Other interest expense		
- on leasing arrangements	46.78	43.74
- securitisation	519.59	1,141.57
Other borrowing costs	7.69	26.25
	2,739.42	7,036.10



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
32 Fees and commission expense		
Selling partner commission	908.24	2,026.11
	<u>908.24</u>	<u>2,026.11</u>
33 Impairment on financial instruments		
Expected credit loss allowance	(1,115.84)	1,356.57
Write offs	6,216.80	13,454.93
	<u>5,100.96</u>	<u>14,811.50</u>
34 Employee benefits expense		
Salaries, wages and bonus	1,824.40	1,575.10
Contribution to provident and other funds	33.38	23.14
Gratuity expenses (refer note 38)	41.20	21.36
Share based payment to employees **	151.38	311.64
Staff welfare expenses	75.75	84.22
	<u>2,126.11</u>	<u>2,015.46</u>
** Includes Rs. Nil (Previous year : Rs. 9.71 millions) of warrants issued by Group Company (DMI Housing Finance) to employees of the Company		
35 Depreciation, amortization and impairment		
Depreciation on property, plant and equipment (See note 12)	57.40	53.38
Amortisation of right of use assets (See note 14)	94.00	83.35
Amortisation of other intangible assets (See note 15)	20.11	21.20
	<u>171.51</u>	<u>157.93</u>
36 Other expenses		
Advertisement expenses	70.23	27.80
Legal and professional fees*	756.52	670.24
Travelling and conveyance expenses	75.34	59.64
Auditor's remuneration (refer note 36.1)	9.69	7.90
IT expenses	889.31	744.71
Rates and taxes	7.33	8.89
Rent	7.17	3.64
Goods and service tax	577.05	813.20
Director's sitting fee	1.70	1.10
Corporate social responsibility (refer note 36.2)	67.57	71.01
Repair and maintenance	38.25	33.03
Insurance expense	0.83	1.19
Credit evaluation fee	721.42	613.95
Credit rating fee	15.17	23.59
Customer onboarding expenses	14.78	1.12
Collection charges	1,605.87	1,898.66
Digital Marketing Expense	26.73	-
Interest on late deposit of statutory dues	7.35	1.00
Miscellaneous expenses	17.71	37.10
	<u>4,920.02</u>	<u>5,017.77</u>
* Includes share warrant expense amounting to Rs. 3.46 millions (previous year Rs. 5.92 millions)		
36.1 Auditor's remuneration (excluding applicable taxes)		
- as auditors	6.50	5.27
- for tax audit	0.50	0.50
- for other services	2.60	1.55
- out of pocket expenses	0.09	0.58
	<u>9.69</u>	<u>7.90</u>



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

36.2 Corporate social responsibility (CSR)

In respect of Corporate Social Responsibility activities, gross amount required to be spent by the Company during the year was Rs. 66.21 millions in FY 2025-26 (Previous Year Rs. 70.91 millions) and Company has spent Rs. 67.57 millions in FY 2025-26 (Previous Year Rs. 71.01 millions).

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Gross amount unspent for the last year	-	0.90
Gross amount required to be spent by the Company during the year	66.21	70.91
Amount spent during the year	67.57	71.01
Paid in cash	67.57	71.01
Yet to be paid in cash	-	-
Nature of CSR Activities (see note d)		
Education, Nutrition and Women Empowerment	15.24	29.96
Promoting and development towards healthcare	15.54	4.53
Training and helping Indian Athletes to win Olympic Gold medals	6.40	8.90
Upliftment of abandoned and poor	7.08	6.30
Rural women development	8.54	6.80
Welfare of stray dogs	4.07	2.00
Nourishment of differently abled children	3.93	2.70
Support by providing basic necessities	2.80	5.00
Conducting cultural activities	1.00	1.50
Support in the construction of well	2.00	1.00

Notes :

a) There is no transaction with related parties as defined under the IND AS 24 'Related Party Disclosures'

b) As per the provisions of the Companies Act, 2013 read with Schedule VII, unspent amount of Rs. 0.90 million in financial year 2024 was spent within 6 months from the end of financial year, i.e. latest by September 30, 2024 in the specified fund (Unspent amount in the financial year 2024 of Rs 0.90 million was transferred to the specified fund on 09th May, 2024)

c) The above spent amount of Rs. 67.57 million (previous year : Rs. 71.01 million) includes administrative expenses of Rs. 0.97 million (previous year: Rs. 2.32 million) as allowed as per the CSR Rules.

37 Earning per share (EPS)

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Net profit attributable to equity shareholders	1,065.56	53.11
Net profit for the year for basic EPS	1,065.56	53.11
Dilutive impact of convertible instruments	-	-
Net profit for the year for dilutive EPS	1,065.56	53.11
Nominal value of equity shares (in Rs.)	10.00	10.00
Weighted-average number of equity shares for basic EPS (Face value of share Rs. 10 each)	74,26,32,169	74,26,28,313
Add: Weighted average number of potential equity shares on exercise of stock option and warrants	75,07,599	81,41,274
Weighted-average number of equity shares for dilutive EPS (Face value of share Rs. 10 each)	75,01,39,768	75,07,69,587
Basic EPS	1.43	0.07
Dilutive EPS	1.42	0.07



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

38 Retirement benefit plan

Defined contribution plan

A defined contribution plan is a pension plan under which the Company pays fixed contributions; there is no legal or constructive obligation to pay further contributions. The assets of the plan are held separately from those of the Company in a fund under the control of trustees.

The total expense charged to statement of profit & loss during the current year Rs. 33.38 millions (previous year: Rs. 23.14 millions) represents contributions payable to these plans by the Company at rates specified in the rules of the plan.

Defined benefit plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded.

Provision for unfunded Gratuity for all employees is based upon actuarial valuations carried out at the end of every financial year. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. Pursuant to the issuance of the Indian Accounting Standard (IndAS) 19 on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' Method. Gains and losses on changes in actuarial assumptions are accounted for in the "Other comprehensive income".

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Changes in the defined benefit obligation:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	66.88	52.13
Current service cost	19.43	17.65
Interest cost	4.95	3.71
Past service cost	15.92	-
Benefits Paid	(4.67)	(10.29)
Transfer out	(5.97)	-
Remeasurement (Gain)/Loss on obligation	(12.55)	3.68
Balance at the end of the year	83.99	66.88

Amount recognised in the statement of profit and loss is as under:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	19.43	17.65
Past service cost	15.92	-
Interest cost on defined benefit obligation	4.95	3.71
Net Impact on profit before tax	40.30	21.36

Amount recognised in the other comprehensive income:

Actuarial changes arising from changes in financial assumptions	(8.35)	1.01
Experience adjustments	(4.20)	2.67
Impact on other comprehensive income	(12.55)	3.68

The principal assumptions used in determining gratuity obligation for the company's plans are shown below:

	As at March 31, 2026	As at March 31, 2025
Economic assumptions		
Discount rate	7.70%	7.00%
Future salary increases	6.00%	6.00%
Demographic assumptions		
Retirement age	60	60
Mortality rates inclusive of provision for disability	100% of IALM (2012-14)	100% of IALM (2012-14)
Attrition at ages (withdrawal rate)		
(i) up to 30 years	3.00%	3.00%
(ii) From 31 to 44 years	2.00%	2.00%
(iii) Above 44 years	1.00%	1.00%

Note: The discount rate is generally based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities. Salary growth rate is Company's long term best estimate as to salary increases and takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Sensitivity analysis for gratuity liability

	For the year ended March 31, 2026	For the year ended March 31, 2025
Impact of the change in discount rate		
Impact due to increase of 0.50 %	(78.22)	(4.72)
Impact due to decrease of 0.50 %	90.36	5.23
Impact of the change in salary increase		
Impact due to increase of 0.50 %	88.48	3.95
Impact due to decrease of 0.50 %	(79.66)	(3.71)
Impact of the change in attrition rate		
Impact due to increase of 50 %	86.04	NA
Impact due to decrease of 50 %	(81.61)	NA
Impact of the change in mortality rate		
Impact due to increase of 10 %	84.12	NA
Impact due to decrease of 10 %	(83.85)	NA

The following is the maturity profile of gratuity:

Expected payment for future years (on discounted basis)

	For the year ended March 31, 2026	For the year ended March 31, 2025
0 to 1 year	1.80	1.20
1 to 2 year	2.62	0.98
2 to 3 year	2.85	1.48
3 to 4 year	4.07	1.65
4 to 5 year	2.48	2.83
5th year onwards	70.17	58.74
Total expected payments	83.99	66.88

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 15 years (Previous year : 19.79 years)



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

39 Employee Stock Option Plan

I. The Company has formulated share-based payment schemes. Details of all grants in operation during the year ended March 31, 2026 are as given below:

Scheme Name	Date of grant	Date of Board / Committee approval	Number of options outstanding at the year end	Method of settlement	Graded vesting period *	First vesting date	Vesting conditions	Exercise price per option	Stock price on the date of grant	Exercise period**
DMI ESOP Plan 2019	01-Apr-19	11-Feb-20	3,43,699	Shares	See Below	31-Mar-20	As per plan	95.49	95.49	8 years
Founder Circle Award 2019-20 (NBFC Apr'20)	16-Mar-20	11-Feb-20	3,50,000	Shares	See Below	15-Mar-21	As per plan	100.00	101.87	7 years
DMI Finance ESOP Plan 2018-I	01-Apr-18	16-Mar-18	3,83,260	Shares	See Below	31-Mar-19	As per plan	46.74	24.68	9 years
DMI Finance ESOP Plan 2018-III	01-Apr-18	16-Mar-18	32,321	Shares	See Below	30-Sep-19	As per plan	46.74	24.68	8 years
DMI ESOP Plan, Management Scheme - II	01-Oct-18	01-Oct-18	64,641	Shares	See Below	30-Sep-19	As per plan	46.74	95.49	8 years
DMI ESOP Plan, Legacy Scheme	01-Apr-18	16-Mar-18	-	Shares	See Below	31-Mar-19	As per plan	13.29	24.68	NA
DMI Finance ESOP Plan 2020 - II	16-Feb-21	09-Apr-20	9,228	Shares	See Below	15-Feb-22	As per plan	113.34	113.34	5 years
Founder Circle Award 2019-20 (NBFC Apr'20) - I	21-Apr-20	09-Apr-20	3,05,000	Shares	See Below	31-Mar-21	As per plan	116.36	116.36	7 years
DMI Finance ESOP Plan 2020	01-Apr-20	09-Apr-20	2,47,843	Shares	See Below	31-Mar-21	As per plan	116.36	116.36	7 years
DMI Finance ESOP Plan 2020 - III	01-Jan-21	09-Apr-20	6,055	Shares	See Below	31-Mar-21	As per plan	113.34	113.34	5 years
DMI Finance Plan 2021	01-Apr-21	21-Jun-21	3,88,364	Shares	See Below	01-Apr-22	As per plan	113.00	113.00	5 years
Founder Circle Award 2020-21 (NBFC Apr'21)	01-Apr-21	21-Jun-21	2,10,000	Shares	See Below	01-Apr-24	As per plan	113.00	113.00	5 years
Founder Circle Award 2020-21 (NBFC Jul'21)	27-Jul-21	21-Jun-21	24,26,000	Shares	See Below	27-Jul-24	As per plan	112.86	112.86	5 years
Employment Contracts - Jan'22	20-Dec-21	21-Jun-21	12,210	Shares	See Below	20-Dec-24	As per plan	209.00	209.00	5 years
DMI ESOP Plan, Management Scheme - III	15-Jan-22	21-Jun-21	18,315	Shares	See Below	15-Jan-23	As per plan	209.00	209.00	5 years
Employment Contracts - Feb'22 - I	28-Jan-22	21-Jun-21	6,105	Shares	See Below	28-Jan-25	As per plan	209.00	209.00	5 years
Employment Contracts - Feb'22 - III	07-Mar-22	21-Jun-21	-	Shares	See Below	07-Mar-25	As per plan	209.00	209.00	5 years
DMI Finance ESOP Plan 2022	1-Apr-22	20-May-22	4,06,289	Shares	See Below	01-Apr-23	As per plan	212.81	212.81	5 years
DMI Finance ESOP Plan 2022 - II	1-Jul-22	20-May-22	749	Shares	See Below	01-Apr-23	As per plan	212.81	212.81	5 years
Employment Contract - Aug'22 - III	25-Aug-22	12-Aug-22	1,670	Shares	See Below	25-Aug-25	As per plan	217.77	217.77	5 years
Employment Contract - Jun'22	22-Jun-22	12-Aug-22	-	Shares	See Below	22-Jun-25	As per plan	212.81	212.81	5 years
Employment Contract - Mar'23	1-Mar-23	27-Mar-23	29,154	Shares	See Below	01-Mar-26	As per plan	225.11	225.11	5 years
Employment Contract - Sep'22	30-Sep-22	14-Nov-22	-	Shares	See Below	30-Sep-25	As per plan	221.53	217.77	5 years
Employment Contracts - Apr'22	28-Apr-22	20-May-22	1,784	Shares	See Below	28-Apr-25	As per plan	212.81	212.81	5 years
Employment Contracts - Jul'22	1-Jul-22	12-Aug-22	10,000	Shares	See Below	01-Jul-25	As per plan	217.77	217.77	5 years
Employment Contracts - May'22	4-May-22	20-May-22	30,000	Shares	See Below	04-May-25	As per plan	212.81	212.81	5 years
Founder Circle Award 2022-23 (NBFC Feb'23)	1-Feb-23	27-Mar-23	81,28,000	Shares	See Below	01-Feb-28	As per plan	225.11	225.11	6 years
DMI Finance ESOP Plan 2023	01-Apr-23	01-Apr-23	4,17,651	Shares	See Below	01-Apr-24	As per plan	259.18	259.18	5 years
Founder Circle Award 2023-24 (NBFC Apr'23)	01-Apr-23	01-Apr-23	3,50,000	Shares	See Below	01-Apr-28	As per plan	259.18	259.18	6 years
Employment Contract - Jul'23	01-Jul-23	30-Jun-23	19,864	Shares	See Below	01-Jul-26	As per plan	259.18	259.18	5 years
Employment Contract - Oct'23	01-Oct-23	25-Sep-23	3,143	Shares	See Below	01-Oct-26	As per plan	281.84	281.84	5 years
Employment Contract - Jan'24	01-Jan-24	15-Dec-23	54,388	Shares	See Below	01-Jan-27	As per plan	285.69	285.69	5 years
DMI Finance ESOP Plan 2024	01-Apr-24	01-Apr-24	3,02,501	Shares	See Below	01-Apr-25	As per plan	285.00	285.69	5 years
Employment Contract - Apr'24	01-Apr-24	01-Apr-24	24,508	Shares	See Below	01-Apr-27	As per plan	285.00	285.69	5 years
Employment Contract - Jul'24	01-Jul-24	30-May-24	71,471	Shares	See Below	01-Jul-27	As per plan	283.86	283.86	5 years
DMI Finance ESOP Plan 2025	01-Jun-25	22-May-25	5,02,297	Shares	See Below	01-Jun-26	As per plan	285.95	285.95	5 years
Employment Contract - Jun'25	01-Jun-25	22-May-25	2,99,517	Shares	See Below	01-Jun-28	As per plan	285.95	285.95	5 years
Employment Contracts - Sept'25	01-Sep-25	11-Aug-25	2,23,968	Shares	See Below	01-Sep-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	49,830	Shares	See Below	01-Apr-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	11,325	Shares	See Below	01-Oct-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	1,27,010	Shares	See Below	01-Jan-29	As per plan	286.00	286.00	5 years
Total			1,58,68,159							



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Graded vesting period*

*1 As per the vesting schedule 30% Options will vest on completion of one year, 30% on completion of two year and 40% on completion of three year from the grant date respectively.

*2. For Schemes Employment Contract - Aug'22 - III, Employment Contract - Jun'22, Employment Contract - Sep'22, Employment Contracts - Apr'22, Employment Contracts - Feb'22, Employment Contracts - Jan'22, Employment Contracts - Jul'22, Employment Contracts - May'22, Founder Circle Award 2019-20 (NBFC Apr'20), Founder Circle Award 2019-20 (NBFC Mar'20), Founder Circle Award 2020-21 (NBFC Apr'21), Founder Circle Award 2020-21 (NBFC Jul'21), Employment Contract - Mar'23, Employment Contract - Jul'23, Employment Contract - Oct'23, Employment Contract - Jan'24, Employment Contract - Apr'24, Employment Contract - Jul'24, DMI Finance ESOP Plan 2025, Employment Contract - Jun'25, Employment Contract - Sep'25 options will vest on completion of three years from the grant dates respectively.

*3. For Scheme Founder Circle Award 2022-23 (NBFC Feb'23), Founder Circle Award 2023-24 (NBFC Apr'23) options will vest on completion of five years from the grant date.

*4. For Scheme Employment Contract - Mar'26 options will vest on 01-04-2028, 01-10-2028 & 01-01-2029.

**Exercise period - Represents from grant date

Note for Scheme modified during the period

During the year, the Company modified certain employee stock option schemes by extending the exercise period of vested options. Consequently, the fair value of the modified options was remeasured using the Black-Scholes valuation model and the incremental fair value has been accounted for in accordance with Ind AS 102 - Share-based Payment.

Scheme Name	Vesting Schedule	Number of Options Impacted	Original Exercise Expiry Date	Revised Exercise Expiry Date	Extension Granted	Fair value before modification	Fair value after modification	Incremental fair value on modification
DMI Finance ESOP Plan 2020	01-Jan-22, 01-Jan-23 & 01-Jan-24	6,055	01-Jan-26	01-Mar-28	2 years 2 months	205.06	217.48	12.42
DMI Finance ESOP Plan 2020	16-Feb-22, 16-Feb-23 & 16-Feb-24	9,228	16-Feb-26	01-Mar-28	~2 years	205.06	216.90	11.84
DMI Finance Plan 2021	01-Apr-22, 01-Apr-23 & 01-Apr-24	3,88,364	01-Apr-26	01-Mar-28	1 years 11 months	205.30	215.85	10.55
Founder Circle Award 2020-21 (NBFC Apr'21)	01-Apr-24	2,10,000	01-Apr-26	01-Mar-28	1 years 11 months	205.30	215.85	10.55



DMi Finance Private Limited
Notes to the standalone financial statements
 (All Amount in Rs. millions, unless otherwise stated)

39 Employee Stock Option Plan

11. Reconciliation of options

March 31, 2026

Scheme Name	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed/Cancelled during the year*	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMi Finance ESOP Plan 2018-I	3,85,205	-	-	1,945	3,83,260	0.00
DMi Finance ESOP Plan 2018-III	38,784	-	-	6,463	32,321	0.50
DMi ESOP Plan, Management Scheme - II	64,641	-	-	-	64,641	0.50
DMi ESOP Plan, Legacy Scheme	-	-	-	-	-	-
DMi ESOP PLAN 2019	3,50,938	-	-	7,239	3,43,699	1.00
Founder Circle Award 2019-20 (NBFC Apr'20)	3,95,000	-	-	-	3,95,000	0.96
DMi Finance ESOP Plan 2020 - II	9,228	-	-	-	9,228	1.92
Founder Circle Award 2019-20 (NBFC Apr'20) - I	2,75,000	-	-	15,000	2,60,000	1.06
DMi Finance ESOP Plan 2020	2,50,644	-	-	2,801	2,47,843	1.00
DMi Finance ESOP Plan 2020 - III	6,055	-	-	-	6,055	1.92
DMi Finance Plan 2021	4,59,763	-	-	71,400	3,88,363	1.92
Founder Circle Award 2020-21 (NBFC Apr'21)	2,60,000	-	-	50,000	2,10,000	1.92
Founder Circle Award 2020-21 (NBFC Jul'21)	27,59,000	-	-	3,33,000	24,26,000	0.32
Employment Contracts - Jan'22	12,210	-	-	-	12,210	0.72
DMi ESOP Plan, Management Scheme - III	18,315	-	-	-	18,315	0.79
Employment Contracts - Feb'22 - I	6,105	-	-	-	6,105	0.88
Employment Contracts - Feb'22 - III	3,663	-	-	3,663	-	0.93
DMi Finance ESOP Plan 2022	4,47,949	-	-	41,860	4,06,089	1.00
DMi Finance ESOP Plan 2022 - II	749	-	-	-	749	1.25
Employment Contract - Aug'22 - III	1,670	-	-	-	1,670	1.40
Employment Contract - Jun'22	5,945	-	-	5,945	-	1.23
Employment Contract - Mar'23	29,154	-	-	-	29,154	1.92
Employment Contract - Sep'22	2,188	-	-	2,188	-	1.50
Employment Contracts - Apr'22	1,784	-	-	-	1,784	1.08
Employment Contracts - Jul'22	30,000	-	-	20,000	10,000	1.25
Employment Contracts - May'22	30,000	-	-	-	30,000	1.09
Founder Circle Award 2022-23 (NBFC Feb'23)	94,05,700	-	-	12,77,700	81,28,000	2.84
DMi Finance ESOP Plan 2023	4,80,755	-	-	63,104	4,17,651	2.01
Founder Circle Award 2023-24 (NBFC Apr'23)	3,50,000	-	-	-	3,50,000	3.01
Employment Contract - Jul'23	28,946	-	-	9,082	19,864	2.25
Employment Contract - Oct'23	11,525	-	-	8,382	3,143	2.51
Employment Contract - Jan'24	54,388	-	-	-	54,388	2.76
DMi Finance ESOP Plan 2024	3,39,154	-	-	36,653	3,02,501	3.01
Employment Contract - Apr'24	30,901	-	-	6,193	24,508	3.01
Employment Contract - Jul'24	83,817	-	-	12,346	71,471	3.25
DMi Finance ESOP Plan 2025	-	5,38,217	-	35,920	5,02,297	4.17
Employment Contract - Jun'25	-	3,02,461	-	2,944	2,99,517	4.17
Employment Contracts - Sep'25	-	2,23,968	-	-	2,23,968	4.42
Employment Contract - Mar'26	-	1,88,165	-	-	1,88,165	4.92
Total	1,66,29,176	12,52,811	-	20,13,828	1,58,68,159	

* There are no cancelled options during the FY 2025-26.

March 31, 2025

Scheme Name	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed/Cancelled during the year*	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMi Finance ESOP Plan 2018-I	4,07,225	-	-	22,020	3,85,205	1.82
DMi Finance ESOP Plan 2018-III	38,784	-	-	-	38,784	0.14
DMi ESOP Plan, Management Scheme - II	71,714	-	7,073	-	64,641	1.50
DMi ESOP Plan, Legacy Scheme	1,38,350	-	1,38,350	-	-	-
DMi ESOP PLAN 2019	3,60,043	-	-	9,105	3,50,938	2.00
Founder Circle Award 2019-20 (NBFC Apr'20)	3,95,000	-	-	-	3,95,000	1.97
DMi Finance ESOP Plan 2020 - II	9,228	-	-	-	9,228	0.88
Founder Circle Award 2019-20 (NBFC Apr'20) - I	2,75,000	-	-	-	2,75,000	2.06
DMi Finance ESOP Plan 2020	2,50,644	-	-	-	2,50,644	2.00
DMi Finance ESOP Plan 2020 - III	6,055	-	-	-	6,055	0.76
DMi Finance Plan 2021	4,60,392	-	-	629	4,59,763	1.00
Founder Circle Award 2020-21 (NBFC Apr'21)	2,60,000	-	-	-	2,60,000	1.00
Founder Circle Award 2020-21 (NBFC Jul'21)	27,59,000	-	-	-	27,59,000	1.32
Employment Contracts - Jan'22	12,210	-	-	-	12,210	1.72
DMi ESOP Plan, Management Scheme - III	18,315	-	-	-	18,315	1.79
Employment Contracts - Feb'22 - I	6,105	-	-	-	6,105	1.83
Employment Contracts - Feb'22 - III	3,663	-	-	-	3,663	1.93
DMi Finance ESOP Plan 2022	4,47,949	-	-	-	4,47,949	2.08
DMi Finance ESOP Plan 2022 - II	749	-	-	-	749	2.25
Employment Contract - Aug'22 - III	1,670	-	-	-	1,670	2.40
Employment Contract - Jun'22	5,945	-	-	-	5,945	2.23
Employment Contract - Mar'23	29,154	-	-	-	29,154	2.92
Employment Contract - Sep'22	2,188	-	-	-	2,188	2.50
Employment Contracts - Apr'22	1,784	-	-	-	1,784	2.08
Employment Contracts - Jul'22	30,000	-	-	-	30,000	2.25
Employment Contracts - May'22	30,000	-	-	-	30,000	2.09
Founder Circle Award 2022-23 (NBFC Feb'23)	94,05,700	-	-	-	94,05,700	3.84
DMi Finance ESOP Plan 2023	4,80,755	-	-	-	4,80,755	3.01
Founder Circle Award 2023-24 (NBFC Apr'23)	3,50,000	-	-	-	3,50,000	4.01
Employment Contract - Jul'23	28,946	-	-	-	28,946	3.25
Employment Contract - Oct'23	11,525	-	-	-	11,525	3.51
Employment Contract - Jan'24	54,388	-	-	-	54,388	3.76
DMi Finance ESOP Plan 2024	-	3,39,154	-	-	3,39,154	4.01
Employment Contract - Apr'24	-	30,901	-	-	30,901	4.01
Employment Contract - Jul'24	-	83,817	-	-	83,817	4.25
Total	1,63,52,481	4,53,872	1,45,423	31,754	1,66,29,176	

* There are no cancelled options during the FY 2024-25.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

III. Computation of fair value

For undertaking fair valuation of ESOP, the Company is using Black-Scholes Model.

Scheme Name	Fair market value of shares (Rs.)	Volatility	Risk free rate	Dividend Yield	Exercise price (Rs.)	Option fair value
DMI ESOP PLAN 2019	95.49	30.00%	7.35%	-	95.49	38.66
Founder Circle Award 2019-20 (NBFC Apr'20)	101.87	30.00%	6.50%	-	100.00	40.75
DMI Finance ESOP Plan 2018 - II	22.81	15.00%	6.00%	-	43.90	0.67
DMI Finance ESOP Plan 2018	24.68	15.00%	7.50%	-	46.74	1.15
DMI ESOP Plan, Management Scheme - I	24.68	15.00%	7.50%	-	46.74	1.15
DMI ESOP Plan, Management Scheme - II	95.49	15.00%	7.50%	-	46.74	49.45
DMI ESOP Plan, Legacy Scheme	24.68	15.00%	7.00%	-	13.29	15.32
DMI Finance ESOP Plan 2020 - II	113.34	30.00%	6.14%	-	113.34	43.35
Founder Circle Award 2019-20 (NBFC Apr'20) - I	116.36	30.00%	6.14%	-	116.36	44.51
DMI Finance ESOP Plan 2020	116.36	30.00%	6.14%	-	116.36	44.51
DMI Finance ESOP Plan 2020 - III	113.34	30.00%	6.14%	-	113.34	43.35
DMI Finance Plan 2021	113.00	30.00%	6.60%	-	113.00	43.49
Founder Circle Award 2020-21 (NBFC Apr'21)	113.00	30.00%	6.14%	-	113.34	43.49
Founder Circle Award 2020-21 (NBFC Jul'21)	112.86	30.00%	6.14%	-	112.86	43.17
Employment Contracts - Jan'22	209.00	30.00%	6.60%	-	209.00	81.89
DMI ESOP Plan, Management Scheme - III	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - I	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - II	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - III	209.00	30.00%	6.60%	-	209.00	81.89
DMI Finance ESOP Plan 2022	212.81	29.82%	6.83%	-	212.81	84.13
DMI Finance ESOP Plan 2022 - II	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contract - Aug'22 - II	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contract - Aug'22 - III	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contract - Jun'22	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contract - Mar'23	225.11	29.91%	7.65%	-	225.11	92.86
Employment Contract - Nov'22	217.77	29.91%	7.65%	-	221.53	88.32
Employment Contract - Sep'22	217.77	29.91%	7.65%	-	221.53	88.32
Employment Contracts - Apr'22	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contracts - Jul'22	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contracts - May'22	212.81	29.82%	6.83%	-	212.81	84.13
Founder Circle Award 2022-23 (NBFC Feb'23)	225.11	29.91%	7.65%	-	225.11	103.18
DMI Finance ESOP Plan 2023	259.18	24.15%	7.18%	-	259.18	95.57
Founder Circle Award 2023-24 (NBFC Apr'23)	259.18	24.15%	7.18%	-	259.18	107.15
Employment Contract - Jul'23	259.18	24.15%	7.18%	-	259.18	88.09
Employment Contract - Oct'23	276.54	19.09%	7.72%	-	281.84	95.44
Employment Contract - Jan'24	285.69	18.09%	7.13%	-	285.69	95.61
DMI Finance ESOP Plan 2024	285.69	16.90%	7.07%	-	285.00	93.84
Employment Contract - Apr'24	285.69	16.90%	7.07%	-	285.00	93.84
Employment Contract - Jul'24	283.86	17.05%	7.00%	-	283.86	92.51
DMI Finance ESOP Plan 2025	285.95	16.86%	5.96%	-	285.95	84.91
Employment Contract - Jun'25	285.95	16.86%	5.96%	-	285.95	84.91
Employment Contracts - Sept'25	285.95	16.55%	6.11%	-	285.95	85.58
Employment Contract - Mar'26	286.00	15.83%	6.58%	-	286.00	88.30

The Company applies the fair value method of accounting to account for stock options issued by it to the employees of the Company. The fair market value of such instruments as at the grant date is recognised as an expense over the period in which the related services are received. Accordingly, fair value of the stock options and restricted stock units is amortized on a straight-line basis over the vesting period of the stock options. The Company recognise share based compensation in the Statement of Profit and Loss with a corresponding credit to Share based payments outstanding reserve.

Options have been given to employees of the company in accordance with "DMI Employee Stock Option Plan - 2018".

The employees compensation expense for Stock options during this year ended 31 March 2026 amounts to Rs. 167.79 millions (previous year Rs. 273.04 millions).



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

40 Disclosures in respect of Related Parties as per Indian Accounting Standard (Ind AS) – 24 'Related Party Disclosures'

(e) List of related parties

Holding company
DMI Limited

Subsidiaries
DMI Capital Private Limited
Appnit Technologies Private Limited
Gikmer Technologies Private Limited (formerly known as DMII Infotech Solutions Private Limited) (w.e.f 26 Aug 2024)
DMI Strategic Advisors Private Limited (w.e.f 31 July 2025)

Fellow subsidiaries
DMI Housing Finance Private Limited

Joint Venture
Amperse DMI Private Limited (w.e.f 05 July 2023)

Key managerial personnel (KMP)

Name	Designation
Mr. Yuvraja Chanekya Singh	Non-Executive Director (Joint Managing Director upto Jan 20, 2025)
Mr. Shrivashish Chatterjee	Managing Director (Joint Managing Director upto Jan 20, 2025)
Mrs. Bina Singh	Director (upto 25 Dec 2024)
Mrs. Jayati Chatterjee	Director (upto 25 Dec 2024)
Mr. Gurcharan Das	Director
Mr. Nipender Kechhar	Director
Mr. Alfred Victor Mendoza	Nominee Director (w.e.f 14 Nov 2022)
Mr. Masakazu Osawa	Nominee Director (w.e.f 11 Apr 2023 upto 25 March 2025)
Ms. Naomi Kolke Mauser	Nominee Director (w.e.f April 13, 2024)
Mr. Tannvir Amr	Independent Director (w.e.f 26 Dec 2024)
Mr. Arjun Mathotra	Independent Director (w.e.f 26 Dec 2024)
Ms. Jyoti Kheria	Company Secretary (16 May 24 upto 11 Dec 2024)
Mr. Niraj Khandelwal	Chief Financial Officer (w.e.f 13 Nov 2024 upto 29 April 2025)
Mr. Vivek Wadhwa	Chief Financial Officer (w.e.f 14 Aug 2023 to 01 April 2024)
Mr. Jatinder Bhasin	Interim Chief Financial Officer (w.e.f April 25, 2024 upto 12 Nov 2024)
Ms. Reena Jayara	Company Secretary (w.e.f 14 February 2025)
Mr. Masashige Nakazono	Nominee Director (w.e.f 28 March 2025)
Mr. Arindam Ahindra Das	Chief Executive Officer (w.e.f 23 May 2025)
Mr. Arpit Bhatia	Interim Chief Financial Officer (w.e.f 23 May 2025 upto 19 Aug 2025)
Mr. Pratik Adatia	Chief Financial Officer (w.e.f 13 Aug 2025)

Relatives of KMP

Relative of Mr. Yuvraja Chanekya Singh
Mrs. Bina Singh
Relative of Mr. Shrivashish Chatterjee
Ms. Paramita Chatterjee
Mrs. Jayati Chatterjee

Enterprises over which key management personnel and relatives of such personnel exercise significant influence with whom transactions have been undertaken:

Quickwork Technologies Private Limited
DMI Alternatives Private Limited (w.e.f 26 Sep 2023)

Entity with significant influence
Genesha Fixed Income Limited



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

40 Disclosures in respect of Related Parties as per Indian Accounting Standard (Ind AS) – 24 'Related Party Disclosures'

(b) Significant transactions with related parties:

Name of related party	Nature of transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
DMI Housing Finance Private Limited	Resource sharing fees and other cost recovery	28.44	35.68
	Share based expense	(34.75)	10.05
	Amount paid in respect of exercise of warrant/(SOP)	-	14.97
	DSA Commission	0.91	0.64
	Reimbursement of expense paid by related party on behalf of entity	8.49	6.87
	Other Expense	0.33	-
	Acquisition of Loan Against Property (LAP) pool by way of Direct Assignment	1,118.95	-
DMI Capital Private Limited	Resource sharing fees and other cost recovery	0.20	0.60
	Share based expense	1.36	1.48
	Conversion of CCPS to equity	-	385.56
Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited)	Resource sharing fees and other cost recovery	32.79	6.35
	Share based expense	12.79	-
	Reimbursement of expense paid by related party on behalf of entity	-	16.54
	Investment in equity against Transfer of specified business on slump sale basis	243.60	-
	Investment in optionally convertible debentures	-	220.00
	Investment in compulsory convertible debentures	-	30.00
	Issuance of equity shares pursuant to conversion of optionally convertible debentures, compulsory convertible debentures and interest accrued thereon (net off TDS)	-	1,090.73
	Interest Income from optionally convertible debentures	-	95.94
	Interest Income from compulsory convertible debentures	-	1.99
	Other expense	57.98	10.80
DMI Alternatives Private Limited	Shared Resource and Other Cost recovery	23.25	65.24
	Share based expense	(2.22)	0.66
	Payment received for options and warrants	-	5.01
	Reimbursement of expense paid by related party on behalf of entity	1.80	2.62
Amperse DMI Private Limited	Investment in compulsorily convertible preference shares	8.20	106.60
	Inter corporate loans	85.00	-
	Interest Income	1.18	-
	Other expense	0.68	-
Ganesha Fixed Income Limited	Interest expense	13.13	10.79
	Debt raised	-	134.00
Appnet Technologies Pvt Ltd	Resource sharing fees and other cost recovery	14.87	28.62
	Reimbursement of expense paid by related party on behalf of entity	-	0.32
	Other expenses	16.78	67.61
	Investment in equity shares	-	131.00
	Dividend Received	0.00	-
DMI Strategic Advisors Pvt Ltd	Investment in equity	1.50	-
Quickwork Technologies Private Limited	Other Expenses	27.47	12.94



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

40 Disclosures in respect of Related Parties as per Indian Accounting Standard (Ind AS) – 24 "Related Party Disclosures"

Name of related party	Nature of transactions	For the year ended March 31, 2026	For the year ended March 31, 2025
Mrs. Bina Singh	Sitting fee	-	0.16
	Reimbursement of expenses	0.32	0.71
Mr. Yuvraja Chanakya Singh	Remuneration	-	53.40
	Post employment benefits	-	0.29
	Sitting fee	0.38	0.06
	Reimbursement of expenses	0.49	-
Mr. Shilvashish Chatterjee	Remuneration	62.73	51.24
	Post employment benefits	0.36	0.36
	Reimbursement of expenses	8.33	10.38
Mrs. Jayati Chatterjee	Sitting fees	-	0.26
Mr. Yammir Amr	Sitting fees	0.35	0.06
Mr. Gurcharan Das	Sitting fees	0.15	0.20
Mr. Nipender Kochhar	Sitting fees	0.43	0.34
Mr. Arjun Malhotra	Sitting fees	0.39	0.02
Mr. Vivek Wadhwa*	Remuneration	-	0.68
Ms. Paromita Chatterjee	Consultancy Fee	1.72	1.58
Ms. Iyoti Khertis*	Remuneration	-	1.44
Mr. Jatinder Bhasin*	Remuneration	-	19.36
Ms. Roopa Jayara*	Remuneration	6.95	0.83
Mr. Nitaj Khandelwal*	Remuneration	-	4.41
Mr. Arindam Ahindra Das *	Remuneration	18.70	-
Mr. Arpit Baheti *	Remuneration	0.58	-
Mr. Pratik Adella*	Remuneration	8.57	-

* Remuneration does not include post employment benefits

(c) Outstanding balances with related parties:

Name of related party	Nature of balances	As at March 31, 2026	As at March 31, 2025
DMI Alternatives Private Limited	Employee Stock Option Plan recoverable	-	2.21
	Trade Receivable	-	40.17
DMI Capital Private Limited	Employee Stock Option Plan recoverable	5.17	4.00
	Investment in equity	386.55	386.55
DMI Housing Finance Private Limited	Employee Stock Option Plan payable	-	34.75
	Other payable	-	0.14
	Trade Receivable	0.61	10.74
Ganesha Fixed Income Limited	Borrowings from Non-convertible debentures	134.00	134.00
	Interest expense	0.87	10.79
Appnit Technologies Private Limited	Investment in equity	685.00	663.03
	Investment in compulsorily convertible preference shares	-	21.97
	Other Receivable	0.10	-
Quickwork Technologies Private Limited	Other payable	0.34	0.16
Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited)	Investment in equity	1,337.28	1,093.48
	Employee Stock Option Plan recoverable	12.79	-
	Other receivables	0.96	-
	Other payables	-	3.56
	Trade Advance	30.27	-
DMI Strategic Advisors Pvt Ltd	Investment in equity	1.50	-
Amperve DMI Private Limited	Investment in compulsorily convertible preference shares	246.00	237.80
	Inter corporate loans	85.00	-
	Interest Income	1.06	-
Mr. Yammir Amr	Other payables	0.03	-
Ms. Paromita Chatterjee	Trade Receivable	0.01	-

(d) Disclosure pursuant to Schedule V of Clause A (2) of Regulation 53(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

There is no loan or advance given by the Company to either holding company or subsidiary companies.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

41 Segment Information

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.

- 42 As per Reserve Bank of India (Non-Banking Financial Companies – Income Recognition, Asset Classification and Provisioning) Directions, 2025 (RBI/DOF/2025-26/356 DOR.STR.REC.No.275/21.04.048/2025-26) dated November 28, 2025 (as amended from time to time), Non-banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset classification and provisioning (IRACP) norms (including provision on Standard Asset). The impairment allowances under Ind AS 109 made by Company exceeds the total Provision required under IRACP (including Standard Asset provisioning), as at March 31, 2026 and accordingly no amount is required to be transferred to impairment reserve.**

43 Capital

The Company actively manages its capital base to cover risk inherent to its business and meets the capital adequacy requirements of the regulator, Reserve Bank of India (RBI).

(I) Capital management:

Objective

The Company's objective is to maintain appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment. The Company aims to maintain a strong capital base to support the risks inherent to its business and its growth strategy. The Company endeavours to maintain a higher capital base than the mandated regulatory capital at all times.

Planning

The Company's assessment of capital requirement is aligned to its planned growth which forms part of an annual operating plan which is approved by the Board and also a long range strategy. These growth plans are aligned to assessment of risks which include credit, liquidity and interest rate.

The Company endeavours to maintain its Capital Risk Adequacy Ratio (CRAR) higher than the mandated regulatory norm. Accordingly, increase in capital is planned well in advance to ensure adequate funding for its growth.

(II) Regulatory capital

	As at March 31, 2026	As at March 31, 2025
Tier I capital	66,464.76	64,365.93
Tier II capital	385.31	243.06
Total capital (Tier I + II)	66,850.07	64,608.99
 Risk weighted assets	 93,701.42	 1,05,812.06
CRAR - Tier I capital (%)	70.93%	60.83%
CRAR - Tier II capital (%)	0.41%	0.23%
CRAR (%)	71.34%	61.06%

The CRAR is computed as per Master Direction – Reserve Bank of India (Non-Banking Financial Companies – Prudential Norms on Capital Adequacy) Directions, 2025 (RBI/DOF/2025-26/345 DOR.CAP.REC.264/21-01-002/2025-26) dated November 28, 2025 (as amended from time to time).

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

44 Contingent liabilities and commitments (to the extent not provided for)

a. Contingent liabilities

	As at March 31, 2026	As at March 31, 2025
GST liability in respect of mismatch of GSTR 1 and GSTR 3B	3.57	3.57
GST liability in respect of mismatch of GSTR 2A and Table 8A of GSTR 9	-	1.14
GST liability in respect of mismatch of place of supply between the invoice entered by counterparty and the Company	6.56	6.73
GST liability in respect of Input Tax Credit (ITC) availed, utilized and reversed	91.74	-

b. Commitments

Commitments for Intangible assets under development (net of advances)	2.00	0.58
Commitments for sanctioned loans but undisbursed	520.35	-

c. The Company has other commitments, for purchase of goods and services and employee benefits, in the normal course of business.

d. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

45 Reconciliation of liabilities arising from financing activities

Particulars	Debt securities	Borrowings other than debt securities	Liability against leased assets	Total
April 01, 2024	8,862.16	59,509.28	265.29	68,636.73
Cash flows:				
- Repayment	(10,501.25)	(66,997.00)	(110.75)	(77,608.99)
- Proceeds	10,900.72	42,048.77	-	52,949.49
Non-cash				
- Deferment / amortisation of upfront fees and other charges	5.67	103.16	-	108.82
- Additions during the year	-	-	263.29	263.29
- Deletions during the year	-	-	(0.88)	(0.88)
- Others	-	-	43.74	43.74
March 31, 2025	9,267.30	34,664.21	460.69	44,392.20
Cash flows:				
- Repayment	(4,140.00)	(28,428.66)	(143.19)	(32,711.85)
- Proceeds	800.00	12,862.28	-	13,662.28
Non-cash				
- Deferment / amortisation of upfront fees and other charges	18.37	75.45	-	93.82
- Additions during the year	-	-	136.05	136.05
- Deletions during the year	-	-	-	-
- Others	-	-	46.78	46.78
March 31, 2026	5,945.67	19,173.28	500.33	25,619.28

Note: There is no non cash movement in investing activities except depreciation of Rs. 57.40 millions (previous year Rs. 53.38 millions) in Property, plant and Equipment.

46 Leases

The Company has lease contracts for office and residential spaces taken on lease. The lease terms are between 1 to 10 years. The Company also has certain lease with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

The carrying amounts of right-of-use assets recognized and the movements during the period are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	398.51	219.48
Additions made during the year	136.05	263.29
Deletions during the year	-	(0.91)
Amortisation on right of use assets	94.00	83.35
Balance at the end of the year	440.56	398.51

The carrying amounts of lease liabilities and the movements during the period are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	460.69	265.29
Additions made during the year	136.05	263.29
Interest accretion for the year	46.78	43.74
Deletions during the year	-	(0.88)
Payments made during the year	(143.19)	(110.75)
Balance at the end of the year	500.33	460.69

The effective interest rate for lease liabilities is 10%, with maturity ranging to 2034-35.

The following are the amounts recognized in profit and loss :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation expense in respect of right-of-use asset	94.00	83.35
Interest expense in respect of lease liabilities	46.78	43.74
Expense relating to short-term leases (Included on other expenses)	7.17	3.64
Total amount recognised in profit or loss	147.95	130.73

The Company's total cash outflows for leases was Rs 143.19 Millions during the year (previous year Rs 110.75 Millions)

Maturity Analysis of Lease Liabilities

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Upto 1 month	7.12	6.31
Over 1 month to 2 month	7.18	6.56
Over 2 months to 3 months	7.24	6.62
Over 3 months to 6 months	22.16	20.25
Over 6 months to 1 year	41.32	37.82
Over 1 year to 3 years	144.06	143.13
Over 3 years and upto 5 years	120.72	87.96
Over 5 years	150.53	152.04
Total	500.33	460.69



DMJ Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

47 Tax expenses

The major components of income tax expense for the years ended March 31, 2026 and March 31, 2025 are :

	Year ended March 31, 2026	Year ended March 31, 2025
Current tax	38.50	152.30
Deferred tax (credit) / charge	299.44	(128.15)
Income tax expense reported in the statement of profit or loss	337.94	24.15

The major components of tax expense and its reconciliation to expected tax expense based on the enacted tax rate applicable to the Company is 25.17% (March 31, 2025: 25.17%) and the reported tax expense in statement of profit and loss are as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
Profit before tax	1,403.50	77.26
Income-tax rate	25.17%	25.17%
Expected tax expense	353.23	19.44
Expenditure on Corporate Social Responsibility disallowed u/s 37	17.01	17.86
Interest paid to Associated Enterprise disallowed u/s 94B	-	2.72
Disallowance/addition u/s 36(1)(va) and 43B	-	0.18
Capital Expenditure disallowed u/s 37	0.34	0.25
Differential Tax Rate on Long term capital gains	(28.31)	-
Others	(4.33)	(16.30)
Tax expense	337.94	24.15



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

48 Maturity analysis of assets and liabilities:

Particulars	As at March 31, 2026			As at March 31, 2025		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	10,052.19	-	10,052.19	8,939.10	-	8,939.10
Bank balance other than cash and cash equivalents	1,131.71	478.10	1,609.81	1,433.42	1,048.84	2,482.26
Trade receivables	255.66	-	255.66	88.78	-	88.78
Loans	44,183.55	27,148.97	71,332.52	51,817.75	23,536.59	75,354.34
Investments	4,162.49	5,357.76	9,520.25	20,218.64	3,421.79	23,640.43
Other financial assets	1,235.76	81.72	1,317.48	509.91	88.67	598.58
Non-financial assets						
Current tax assets (net)	1,624.11	-	1,624.11	1,434.05	-	1,434.05
Deferred tax assets (net)	-	1,886.23	1,886.23	-	2,171.07	2,171.07
Property, plant and equipment	-	172.74	172.74	-	142.53	142.53
Right to use asset	95.95	344.61	440.56	84.86	313.65	398.51
Intangible assets under development	3.80	-	3.80	3.71	-	3.71
Other intangible assets	-	29.27	29.27	-	35.73	35.73
Other non-financial assets	265.75	17.57	283.32	297.33	2.07	299.40
Assets held for sale	75.00	-	75.00	75.00	-	75.00
	63,085.97	35,516.97	98,602.94	84,902.55	30,760.94	1,15,663.49
LIABILITIES AND EQUITY						
LIABILITIES						
Financial liabilities						
A) Trade payables						
(i) total outstanding dues of micro and small enterprises	21.76	-	21.76	8.11	-	8.11
(ii) total outstanding dues of creditors other than micro and small enterprises	1,651.40	-	1,651.40	1,054.16	-	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	-	618.34	846.33	11.93	858.26
Debt securities	5,250.00	695.67	5,945.67	2,443.86	6,823.44	9,267.30
Borrowings (other than debt securities)	13,452.47	5,720.81	19,173.28	25,240.55	9,423.66	34,664.21
Lease liabilities	85.03	415.30	500.33	77.56	383.13	460.69
Other financial liabilities	583.21	-	583.21	393.30	102.84	496.14
Non financial liabilities						
Provisions	10.94	190.35	201.29	3.97	170.59	174.56
Other non-financial liabilities	149.32	2.65	151.97	146.21	1.86	148.07
Equity						
Equity share capital	-	7,426.32	7,426.32	-	7,426.32	7,426.32
Other equity	-	62,329.37	62,329.37	-	61,105.67	61,105.67
	21,822.47	76,780.47	98,602.94	30,214.05	85,449.44	1,15,663.49



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

49 Disclosure of expected credit loss and provisions required as per Income Recognition and Asset Classification norms;

(Amount in Rs. Crores)						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS*	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	7,191.79	250.82	6,940.97	28.85	221.97
	Stage 2	121.57	82.29	39.28	0.49	81.80
Subtotal		7,313.36	333.11	6,980.25	29.34	303.77
Non-Performing Assets (NPA)						
Substandard	Stage 3	133.30	89.88	43.42	13.33	76.55
Doubtful - up to 1 year	Stage 3	46.34	9.27	37.07	9.27	-
1 to 3 years	Stage 3	192.51	80.39	112.12	57.75	22.64
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful		238.85	89.65	149.19	67.02	22.64
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		372.15	179.53	192.61	80.35	99.19
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	7,191.79	250.82	6,940.97	28.85	221.97
	Stage 2	121.57	82.29	39.28	0.49	81.80
	Stage 3	372.15	179.53	192.61	80.35	99.19
	Total	7,685.51	512.64	7,172.86	109.69	402.96

* This includes credit substitutes of Rs. 807.16 millions



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

50 Risk management

Introduction and risk profile

The Company is a private finance company in India and is regulated by the Reserve Bank of India (RBI). In view of the intrinsic nature of operations, the Company is exposed to a variety of risks, which can be broadly classified as liquidity risk, credit risk, interest rate risk and equity price risk. It is also subject to various regulatory risks.

Risk management structure and policies

As a lending institution, Company is exposed to various risks that are related to lending business and operating environment. The Principal Objective in Company's risk management processes is to measure and monitor the various risks that Company is subject to follow policies and procedures to address such risks. Company's risk management framework is driven by Board and its subcommittees including the Audit Committee, the Asset Liability Management Committee and Risk Management Committee. Company gives due importance to prudent lending practices and have implemented suitable measures for risk mitigation, which include verification of credit history from credit information bureaus, personal verification of a customer's business and residence, technical and legal verifications, conservative loan to value.

(A) Liquidity risk

Liquidity risk is the potential for loss to an institution arising from either its inability to meet its obligations or to fund increases in assets as they fall due without incurring unacceptable cost or losses.

The Company manages liquidity risk by measuring and managing net funding requirements using a maturity ladder and calculation of cumulative surplus or deficit of funds at selected maturity dates, which has been adopted as a standard tool. The Company's Assets-Liability Committee (ALCO) is responsible for determining the appropriate mix of available funding sources utilized to ensure Company liquidity is managed prudently and appropriately. With regard to the process of liquidity management, ALCO also considers the current economic and market environment, near-term loan growth projections and long-term strategic business decisions.

The table below summarises the maturity profile of the undiscounted cash flows of the Company's financial assets and liabilities

March 31, 2026	upto 1 month	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	10,053.21	-	-	-	-	-	-	-	10,053.21
Bank balance other than Cash and cash equivalents	468.65	103.84	441.94	169.91	489.35	-	-	-	1,673.69
Trade receivables	233.50	21.18	0.98	-	-	-	-	-	255.66
Loans	7,370.14	5,872.58	5,594.77	14,819.81	20,296.64	29,106.57	3,116.83	2,887.67	89,085.01
Investments	793.15	665.14	646.45	1,439.91	1,223.01	1,647.86	319.92	3,079.02	9,814.46
Other financial assets	345.67	353.03	394.15	6.58	136.33	41.25	16.23	24.24	1,317.48
Financial liabilities									
Payables	940.17	323.02	489.77	2.38	520.40	-	15.76	-	2,291.50
Debt securities	1.35	1.71	11.08	114.69	5,178.10	697.38	-	-	6,004.31
Borrowings (other than debt securities)	790.28	812.66	1,689.75	5,735.70	4,535.03	5,789.04	2.11	-	29,356.57
Lease liabilities	11.29	11.29	11.29	33.93	63.24	211.91	163.90	170.61	677.46
Other financial liabilities	141.92	419.75	19.74	1.80	-	-	-	-	583.21

March 31, 2025	upto 1 month	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	8,939.23	1.78	-	-	-	-	-	-	8,941.01
Bank balance other than Cash and cash equivalents	2.89	-	91.70	569.70	864.79	1,055.07	-	-	2,584.15
Trade receivables	48.07	40.31	0.40	-	-	-	-	-	88.78
Loans	7,065.43	7,803.29	7,367.68	18,602.87	25,070.56	27,056.26	4,090.67	1.23	97,057.99
Investments	17,317.74	529.77	378.85	1,071.31	1,235.11	259.69	1,006.80	2,793.80	24,593.06
Other financial assets	3.12	231.51	140.11	27.10	108.06	55.18	10.83	22.67	598.58
Financial liabilities									
Payables	668.17	196.43	198.64	3.55	841.82	11.93	-	-	1,920.53
Debt securities	13.50	-	117.92	2,774.60	369.44	7,554.51	-	-	10,829.98
Borrowings (other than debt securities)	1,998.74	2,298.01	3,849.88	7,535.95	11,610.47	10,220.15	-	-	37,513.18
Lease liabilities	10.15	10.36	10.36	31.13	58.07	206.27	127.81	175.09	629.23
Other financial liabilities	89.54	-	232.73	71.03	-	102.84	-	-	496.14



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

(B) Credit risk

Credit risk arises from the potential that an obligor is either unwilling to perform on an obligation or its ability to perform such obligation is impaired resulting in economic loss to the Company. The Company's credit risk management framework is categorized into following main components:

- Senior management's oversight
- Organizational structure
- Systems and procedures for identification, acceptance, measurement, monitoring and controlling risks.

It is the overall responsibility of the Company's senior management to approve the Company's credit risk strategy and lending policies relating to credit risk and its management.

To maintain credit discipline and to enunciate credit risk management and control process there is a separate risk management department independent of loan origination function. The risk management department performs the function of credit policy formulation, credit limit setting, monitoring of credit exceptions / exposures and review / monitoring of documentation.

The carrying amount of financial assets represents the maximum credit exposure.

Analysis of risk concentration

The following table shows the risk concentration by industry for the financial assets of the Company:

March 31, 2026	Financial services	Government	Real estate	MSME	Services and manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	10,052.19	-	-	-	-	-	-	10,052.19
Bank balance other than cash and cash equivalents	1,609.81	-	-	-	-	-	-	1,609.81
Loans - Corporate*	217.89	-	1,624.89	-	-	-	-	1,842.78
Loans - Consumer loans*	-	-	-	2,873.93	-	66,530.61	-	69,404.54
Loans to related parties*	-	-	-	-	-	-	85.20	85.20
Trade receivables	255.66	-	-	-	-	-	-	255.66
Investments*	1,104.44	-	396.14	-	-	-	8,019.67	9,520.25
Other financial assets	451.52	-	-	-	-	-	865.96	1,317.48
Total	13,691.51	-	2,021.03	2,873.93	-	66,530.61	8,970.83	94,087.91

March 31, 2025	Financial services	Government	Real estate	MSME	Services and manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	8,939.10	-	-	-	-	-	-	8,939.10
Bank balance other than cash and cash equivalents	2,482.26	-	-	-	-	-	-	2,482.26
Loans - Corporate*	118.66	-	2,748.45	-	-	-	-	2,867.11
Loans - Consumer loans*	-	-	-	-	-	72,487.23	-	72,487.23
Trade receivables	88.78	-	-	-	-	-	-	88.78
Investments*	19,015.12	-	403.59	-	-	-	4,221.72	23,640.43
Other financial assets	516.77	-	-	-	-	-	81.81	598.58
Total	31,160.69	-	3,152.04	-	-	72,487.23	4,303.53	1,11,103.49

* Net of impairment loss allowance

(C) Market risk

Market risk is the risk that the value of on and off-balance sheet positions of a financial institution will be adversely affected by movements in market rates or prices such as interest rates, foreign exchange rates, equity prices, credit spreads and/or commodity prices resulting in a loss to earnings and capital.

Financial institutions may be exposed to market risk in variety of ways. Market risk exposure may be explicit in portfolios of securities / equities and instruments that are actively traded. Conversely it may be implicit such as interest rate risk due to mismatch of loans and deposits. Besides, market risk may also arise from activities categorized as off-balance sheet item. Therefore, market risk is potential for loss resulting from adverse movement in market risk factors such as interest rates, forex rates, equity and commodity prices.

The Company's exposure to market risk is primarily on account of interest rate risk and equity price risk.

Total market risk exposure

Particulars	As at March 31, 2026	As at March 31, 2025	Primary risk sensitivity
ASSETS			
Financial assets			
Investments (Other than credit substitutes and pass through certificate)**	5,737.39	19,644.23	Equity price
Credit substitutes and pass through certificate**	4,270.10	4,399.77	Interest rate
LIABILITIES			
Financial liabilities			
Debt securities	5,945.67	9,267.30	Interest rate
Borrowings (other than debt securities)	19,173.28	34,664.21	Interest rate

**Gross of impairment loss allowance



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

(i) Interest rate risk:-

Interest rate risk arises when there is a mismatch between positions, which are subject to interest rate adjustment within a specified period. The Company's lending, funding and investment activities give rise to interest rate risk. The immediate impact of variation in interest rate is on the Company's net interest income, while a long term impact is on the Company's net worth since the economic value of the assets, liabilities and off-balance sheet exposures are affected. While assessing interest rate risks, signals given to the market by RBI and government departments from time to time and the financial industry's reaction to them shall be continuously monitored.

Due to the very nature of financing, the Company is exposed to moderate to higher interest rate risk. This risk has a major impact on the balance sheet as well as the income statement of the Company. Interest rate risk arises due to:

- i) Changes in regulatory or market conditions affecting the interest rates
- ii) Short term volatility
- iii) Prepayment risk translating into a reinvestment risk
- iv) Real interest rate risk.

Interest rate risk exposure

	As at March 31, 2026	As at March 31, 2025
Variable Rate Borrowings	9,333.53	23,945.52
Fixed Rate Borrowings	15,785.42	19,985.99

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) on the Company's statement of profit and loss:

Particulars	Effect on net profit	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Decrease in 50 basis points	68.51	234.80
Increase in 50 basis points	(68.51)	(234.80)

(ii) Equity price risk

Impact on	As at March 31, 2026					
	Increase in equity price (%)	Effect on profit before tax	Effect on Equity	Decrease in equity price (%)	Effect on profit before tax	Effect on Equity
FVTOCI Investments	10%	-	42.27	10%	-	(42.27)
FVTPL Investments	10%	-	-	10%	-	-

Impact on	As at March 31, 2025					
	Increase in equity price (%)	Effect on profit before tax	Effect on Equity	Decrease in equity price (%)	Effect on profit before tax	Effect on Equity
FVTOCI Investments	10%	-	39.10	10%	-	(39.10)
FVTPL Investments	10%	1,685.04	-	10%	(1,685.04)	-

(iii) Foreign Currency risk exposure

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is exposed to foreign currency fluctuation risk for its foreign currency receivables.

(a) The foreign currency exposures for the year ended are as follows:

Particulars	As at March 31, 2026 [#]		As at March 31, 2025 [#]	
	Total	Unhedged	Total	Unhedged
Trade Receivables (INR - in millions)	-	-	0.13	0.13
Trade Receivables (USD - in millions)	-	-	0.00	0.00

Particulars	As at March 31, 2026 [#]		As at March 31, 2025 [#]	
	Total	Unhedged	Total	Unhedged
Trade Payables (INR - in millions)	3.67	3.67	-	-
Trade Payables (USD - in millions)	0.04	0.04	-	-

[#] Including indirect taxes

Note: There is no hedged foreign currency exposure

(b) Sensitivity Analysis

The following table demonstrates the sensitivity to a reasonably possible change in foreign exchange rates (all other variables being constant) on the Company's statement of profit and loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Decrease by 1%	(0.04)	(0.00)
Increase by 1%	0.04	0.00



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

51 Financial instruments

Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using a valuation technique.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

Valuation governance

The Company's process to determine fair values is part of its periodic financial close process. The Audit Committee exercises the overall supervision over the methodology and models to determine the fair value as part of its overall monitoring of financial close process and controls. The responsibility of ongoing measurement resides with business units. Once submitted fair value estimates are also reviewed and challenged by the risk and finance functions.

Assets and liabilities by fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	As at March 31, 2026				As at March 31, 2025			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis								
<i>Financial investment measured at FVTPL</i>								
Mutual funds	-	-	-	-	16,850.43	-	-	16,850.43
Total financial investment measured at FVTPL	-	-	-	-	16,850.43	-	-	16,850.43
<i>Financial investments measured at FVOCI</i>								
Credit Substitutes	-	-	213.39	213.39	-	-	213.39	213.39
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	-	-	80.00	80.00	-	-	160.01	160.01
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	-	-	103.41	103.41	-	-	-	-
Loans	-	-	-	-	-	-	-	-
Non-convertible debentures - unquoted	-	-	59.09	59.09	-	-	72.33	72.33
Equity Instruments								
Alchemist Asset Reconstruction Company Limited	-	-	236.03	236.03	-	-	226.20	226.20
Other instruments								
Investment in Corporate bonds	1,918.41	-	-	1,918.41	-	-	-	-
Investment in Treasury bills	739.96	-	-	739.96	-	-	-	-
Units of DMI AIF Special Opportunities Scheme	-	-	3.25	3.25	-	-	4.76	4.76
Total financial investments measured at FVOCI	2,658.37	-	695.17	3,353.54	-	-	676.69	676.69
Total financial assets measured at fair value	2,658.37	-	695.17	3,353.54	16,850.43	-	676.69	17,527.12



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Valuation techniques

Financial instruments measured at FVTPL (other than CCP5)

The equity instruments which are traded on public stock exchanges with readily available active prices on a regular basis and are classified as level 1. Units held in mutual funds are valued at NAV of respective investment and are classified as Level 1.

Equity instruments measured at FVOCI

Equity instruments in non-listed entities are valued on a case-by-case either based on net worth of investee company or valuation report issued by independent Valuer, are classified as Level 3.

Debt Securities and loans at FVOCI

A. Fair Value is calculated by discounting future cashflows.

B. The discounting spread is calculated as summation of yields of G-Sec for similar tenure, sector specific spread, liquidity spread and spread based on score from internal risk rating model.

C. The risk rating model incorporates both quantitative and qualitative information on the borrower. Some of the factors that risk model considers are –

Area delivered in past across segments

Financial strength (of the entity and group)

Debt track record (debt repaid in past, current & past delinquency)

Stages of various projects of developer

Asset cover (Cashflow and Security)

There have been no transfers between Level 1, Level 2 and Level 3 for the Year ended March 31, 2026 and March 31, 2025.

Movements in Level 3 financial instruments measured at fair value

	Equity Shares	Units of DMI AIF Special Opportunities Scheme	Security receipts of Alchemist XV Trust	Credit Substitutes*	NCD Unquoted*	Compulsorily Convertible Debentures*	Optionally Convertible Debentures*	Compulsorily convertible preference shares	Total
At March 31, 2024	222.82	5.80	-	213.39	104.87	-	752.88	545.57	1,845.33
Purchase	-	-	-	-	-	-	-	-	-
Change in classification	(3.58)	-	-	-	-	-	(752.88)	(385.56)	(1,142.02)
Income Accrued	-	-	-	-	-	-	-	-	-
Sales / settlements	-	(1.52)	-	-	(32.54)	-	-	-	(34.06)
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the other comprehensive income	6.96	0.48	-	-	-	-	-	-	7.44
At March 31, 2025	226.20	4.76	-	213.39	72.33	-	-	160.01	676.69
Purchase	-	-	-	-	-	-	-	103.41	103.41
Change in classification	-	-	-	-	-	-	-	-	-
Income Accrued	-	1.74	-	-	-	-	-	-	1.74
Sales / settlements	-	(2.97)	-	-	(13.24)	-	-	-	(16.21)
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the other comprehensive income	9.83	(0.28)	-	-	-	-	-	(80.02)	(70.46)
At March 31, 2026	236.03	3.25	-	213.39	59.09	-	-	183.41	695.17

*Total Gains/Loss for the period recognized in the Statement of Profit and Loss consists of income other than fair value change.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Impact on fair value of level 3 financial instruments measured at fair value of changes to key assumptions

The table summarises the valuation techniques together with the significant unobservable inputs used to calculate the fair value of the Company's level 3 assets and liabilities.

March 31, 2026	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	80.00	Company Comparable Method	Enterprise value
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	103.41	Price of Recent Investment Method	Enterprise value
Equity shares in Alchemist Asset Reconstruction Company Limited	236.03	Combination of Discounted Projected Cash Flows and PE multiple method	Discount margin / spread
Credit Substitutes	213.39	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	59.09	Discounted Projected Cash Flows	Discount margin / spread
Units of DMI AIF Special Opportunities Scheme	3.25	Assets under management of units of respective class of Investee Fund	Instrument price
Total	695.17		

March 31, 2025	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	160.01	Comparable Company Method	Enterprise value
Equity shares in Alchemist Asset Reconstruction Company Limited	226.20	Discounted Projected Cash Flows	Discount margin / spread
Credit Substitutes	213.39	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	72.33	Discounted Projected Cash Flows	Discount margin / spread
Units of DMI AIF Special Opportunities Scheme	4.76	Assets under management of units of respective class of Investee Fund	Instrument price
Total	676.69		

Quantitative analysis of significant unobservable inputs

Instrument price

Given the nature of this approach, there is no range of prices used as inputs.

Discount margin/spreads

Discount margin/spreads represent the discount rates used when calculating the present value of future cash flows. In discounted cash flow models such spreads are added to the benchmark rate when discounting the future expected cash flows. Hence, these spreads reduce the net present value of an asset or increase the value of a liability. They generally reflect the premium an investor expects to achieve over the benchmark interest rate to compensate for the higher risk driven by the uncertainty of the cash flows caused by the credit quality of the asset. They can be implied from market prices and are usually unobservable for illiquid or complex instruments.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Sensitivity of fair value measurements to changes in unobservable market data

The table below describes the effect of a 10% movement in the significant unobservable input.
All changes, except for financial instruments at FVOCI would be reflected in Statements of Profit and Loss.

Particulars	As at March 31, 2026		As at March 31, 2025	
	Favourable changes	Unfavourable changes	Favourable changes	Unfavourable changes
Instruments measured through FVTPL (A)	-	-	-	-
Instruments measured through FVTOCI				
Equity shares in Alchemist Asset Reconstruction Company Limited	23.60	(23.60)	22.62	(22.62)
Credit Substitutes	21.34	(21.34)	21.34	(21.34)
Non-convertible debentures - unquoted	5.91	(5.91)	7.23	(7.23)
Units of DMI AIF Special Opportunities Scheme	0.33	(0.33)	0.48	(0.48)
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	8.00	(8.00)	16.00	(16.00)
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	10.34	(10.34)	-	-
Total (B)	69.52	(69.52)	67.67	(67.67)
Total (A+B)	69.52	(69.52)	67.67	(67.67)

The above analysis has been made without considering the impact of tax.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the company's financial statements. These fair values were calculated for disclosure purposes only. The below methodologies and assumptions relate only to the instruments in the above tables.

Borrowings - At Amortised cost

These includes term loans, securitisation and debt securities. The fair values of such liabilities are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3. The carrying vaue of borrowings is approximately similar to fair value.

Investments - At amortised cost

These includes Credit substitutes, corporate loans, pass through certificates. The fair values of such instruments are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3. The carrying vaue of investments classified at amortised cost is approximately similar to fair value.

Assets and liabilities other than above

The carrying value of assets and liabilities other than investments and borrowings at amortised cost represents a reasonable approximation of fair value



OMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

52 Disclosures in accordance with Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025, as amended from time to time

(A) i) Registration/ license/ authorisation, by whatever name called, obtained from other financial sector regulators:
The Company is a private limited company registered with Reserve Bank of India as a Non-banking finance company vide certificate of registration no.14.03176 dated January 5, 2009.
Further, the company is also registered with IRDAI as a Composite Corporate Agent with CoR No. CA0934.

ii) Ratings assigned by credit rating agencies and migration of ratings during the year;
During the year the following ratings have been assigned to the Company

(Amount in Rs. crores)

Name of the rating agency	Amount	Rating as on 31st March 2025	Type of facility	At the beginning of year	Change during Year	Remarks
ICRA Ratings	-	NA	PTC Series A1 (PLUM-III)	[ICRA]AAA(SO)	Withdrawn	Withdrawn on 30 January 2025.
ICRA Ratings	-	NA	PTC Series A1 (PLUM 24-3)	[ICRA]AA(SO)	Withdrawn	Withdrawn on 14 October 2025.
ICRA Ratings	-	NA	PTC Series A1 (PLUM 24-4)	[ICRA]AA(SO)	Withdrawn	Withdrawn on December 11, 2025.
ICRA Ratings	0.52	[ICRA]AAA(SO)	PTC Series A1 (PLUM 24-5)	[ICRA]AA(SO)	Upgraded	Rating upgraded on December 26, 2025.
ICRA Ratings	-	NA	PTC Series A1 (PLUM 24-6)	[ICRA]AA+(SO)	Withdrawn	Withdrawn on 27 January 2026.
ICRA Ratings	9.51	[ICRA]AAA(SO)	PTC Series A1 (PLUM 24-7)	[ICRA]AA(SO)	Upgraded	Rating upgraded on January 30, 2026.
ICRA Ratings	17.10	[ICRA]AA+(SO)	PTC Series A1 (PLUM 24-10)	[ICRA]AA+(SO)	No change	Rating Reaffirmed on April 28, 2025.
ICRA Ratings	34.48	[ICRA]AA+(SO)	PTC Series A1 (PLUM 24-11)	[ICRA]AA+(SO)	No change	Rating Reaffirmed on April 28, 2025.
ICRA Ratings	32.42	[ICRA]AA (SO)	PTC Series A1 (PLUM 24-9)	[ICRA]AA (SO)	No change	Rating reaffirmed on May 28, 2025.
ICRA Ratings	54.89	Series A1- AAA (SO)Series A2	PTC Series A1 (PLUM 24-8)	Series A1- AAA (SO)	No change	PTC Series A1: Rating Reaffirmed on May 28, 2025
ICRA Ratings	92.40	[ICRA]AA (SO)	PTC Series A1 (PLUM 25-1)	[ICRA]AA (SO)	No change	Rating reaffirmed on May 28, 2025.
ICRA Ratings	21.59	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-2)	[ICRA]AA+ (SO)	No change	Rating reaffirmed on July 28, 2025.
ICRA Ratings	23.75	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-3)	[ICRA]AA+ (SO)	No change	Rating reaffirmed on July 28, 2025.
ICRA Ratings	45.96	Series A1- AAA (SO) Series A2- AA+ (SO)	PTC Series A2 (PLUM 25-4)	Series A1- AAA (SO)	No change	PTC Series A1: Rating Reaffirmed on October 31, 2025
ICRA Ratings	33.47	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-6)	[ICRA]AA+ (SO)	No change	Rating Reaffirmed on Sep 24, 2025
ICRA Ratings	90.72	[ICRA]AA (SO)	PTC Series A1 (PLUM 25-7)	[ICRA]AA (SO)	No Change	Rating Reaffirmed on Oct 31, 2025
ICRA Ratings	199.89	[ICRA]AA(SO)	PTC Series A1 (PLUM 25-8)	[ICRA]AA(SO)	No Change	Provisional rating confirmed as final on April 2, 2025
ICRA Ratings	29.93	Series A1- AAA (SO) Series A2- AAA (SO)	PTC Series A1 (APRIUM 25-1)	Series A1- AAA (SO) Series A2- AA+ (SO)	Series A1 - No change Series A2 - Upgraded	PTC Series A1: Rating Reaffirmed on October 31, 2025 PTC Series A2: Rating upgraded to AAA on October 31, 2025
ICRA Ratings	246.24	[ICRA]AA (SO)	PTC Series A1 (PLUM 26-1)	NA	Newly Assigned	Provisional rating [ICRA]AA(SO); Assigned on March 04, 2026 [ICRA]AA(SO)
ICRA Ratings	127.42	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 26-2)	NA	Newly Assigned	Provisional rating [ICRA]AA+(SO); Assigned on March 31, 2026 [ICRA]AA(SO) Rating confirmed as
ICRA Ratings	122.57	[ICRA]AA (SO)	PTC Series A1 (PLUM 26-3)	NA	Newly Assigned	Provisional rating [ICRA]AA(SO); Assigned on March 31, 2026 [ICRA]AA(SO)
ICRA Ratings	1,100.00	[ICRA]A1+	Commercial paper	[ICRA]A1+	No change	Ratings reaffirmed on 15 January 2026
ICRA Ratings	8,462.00	[ICRA]AA (Stable) [ICRA]A1+	Long-term/short-term fund-based/non-fund	[ICRA]AA (Stable)	No change	Ratings reaffirmed on 15 January 2026
ICRA Ratings	895.00	[ICRA]AA (Stable)	Non-convertible debentures	[ICRA]AA (Stable)	Rating Withdrawn	Ratings withdrawn for Non-convertible debentures amounting to Rs. 340 Crores on



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

iii) Penalties, If any, levied by any regulator;

No penalties, have been levied by any of the regulators of the company during financial year 2025-26.

iv) Information namely, area, country of operation and joint venture partners with regard to joint ventures and overseas subsidiaries

The Company has its main operations in India situated in Delhi/NCR and also has offices situated in Mumbai, Bengaluru, Noida, Gurugram and Kolkata. The Company does not have any overseas subsidiaries. Further, the Company has entered into a Joint Venture with Ampverse DMI Private Limited during the FY 23-24.

(B)(i) Capital to risk assets ratio (CRAR)

Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025
i) CRAR (%)	Adjusted Tier I and Tier II Capital	Risk weighted assets	71.34%	61.06%
ii) CRAR- Tier I capital (%)	Adjusted Tier I Capital	Risk weighted assets	70.93%	60.83%
iii) CRAR- Tier II capital (%)	Adjusted Tier II Capital	Risk weighted assets	0.41%	0.23%

(Amount in Rs. crores)

Basis of Ratios	Year ended March 31, 2026	Year ended March 31, 2025
a. Adjusted Tier I Capital	65,454.76	6,436.59
b. Adjusted Tier II Capital	385.31	24.30
Total Capital	65,850.07	6,460.89
c. Risk weighted assets	93,701.42	10,581.20

ii) Investments

Particulars	As at March 31, 2026	As at March 31, 2025
1) Value of Investments *		
i) Gross Value of Investments*		
a) In India	1,000.75	2,404.40
b) Outside India	-	-
ii) Provisions for Depreciation**		
a) In India	48.72	40.36
b) Outside India	-	-
iii) Net Value of Investments		
a) In India	952.03	2,364.04
b) Outside India	-	-
2) Movement of provisions held towards depreciation on investments.		
i) Opening Balance	40.36	40.36
ii) Add: Provisions made during the year	8.37	-
iii) Less: Write-off / write-back of excess provisions during the year	-	-
iv) Closing Balance	48.72	40.36

*The Company has investment in FVOCI, FVTPL and Amortised Cost category, the fair valuation of which is included in the gross value of investment.

**Provision of depreciation comprises of impairment loss allowance on the investments.

Investments include credit substitutes and pass through certificate.

iii) Derivatives

a. The Company has not dealt in derivatives during the FY 2025-26 and FY 2024-25, therefore no details are to be disclosed.

b. The derivatives do not include embedded derivatives as per IND AS 109.

c. Exchange Traded Interest Rate (IR) Derivatives

The Company has no dealings in exchange traded interest rate derivatives during the FY 2025-26 and FY 2024-25, therefore no details are to be disclosed.

d. Disclosures on Risk Exposure in Derivatives

The Company does not deal in derivatives therefore no details are to be disclosed.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

IV) Asset Liability Management Maturity pattern of certain items of Assets and Liabilities
Maturity Pattern of Assets and Liabilities as on March 31, 2026

(Amount in Rs. crores)

Particulars	1 to 7 days	8 to 14 days	15 days to 30 days	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years and upto 5 years	Over 5 years	Total
Investments*	3.61	0.57	40.73	69.16	61.69	135.35	111.13	195.88	-	307.91	920.03
Borrowings*	10.00	9.25	58.36	79.33	166.75	580.62	965.94	641.64	-	-	2,511.89
Advances*	500.15	1.44	154.48	503.17	482.61	1,280.99	1,728.12	2,481.47	410.85	142.23	7,685.51
-Corporate	-	-	152.04	-	-	2.85	49.44	68.70	80.71	-	353.74
-Consumer	500.15	1.44	2.44	503.17	482.61	1,278.14	1,678.68	2,404.16	330.14	142.23	7,323.16
-Loan to related party	-	-	-	-	-	-	-	8.61	-	-	8.61
Other financial assets	0.02	0.19	34.36	35.30	39.41	0.66	13.63	4.13	1.63	2.42	131.75

* Investments do not include Credit Substitutes, same have been considered as Advances. Investments and Advances are gross of impairment loss allowance.

Borrowings includes debt securities.

Maturity Pattern of Assets and Liabilities as on March 31, 2025

(Amount in Rs. crores)

Particulars	1 to 7 days	8 to 14 days	15 days to 30 days	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years and upto 5 years	Over 5 years	Total
Investments*	-	-	1,726.97	48.52	33.96	97.85	114.57	22.44	-	279.37	2,323.68
Borrowings*	-	-	176.48	203.50	357.22	926.30	1,104.95	1,624.70	-	-	4,393.15
Advances*	564.09	4.55	86.62	642.82	658.78	1,525.10	2,055.05	2,246.07	424.48	0.08	8,207.64
-Corporate	-	-	30.46	-	53.42	11.87	8.62	36.41	324.53	-	465.31
-Consumer	564.09	4.55	56.16	642.82	605.36	1,513.23	2,046.43	2,209.66	99.95	0.08	7,742.33
Other financial assets	-	-	0.31	23.15	14.01	2.71	10.81	5.52	1.08	2.27	59.86

* Investments do not include Credit Substitutes, same have been considered as Advances. Advances are gross of impairment loss allowance.

Borrowings includes debt securities.

V) Instances of fraud

(Amount in Rs. crores)

Nature of fraud	March 31, 2026				March 31, 2025			
	No. of cases	Amt. of fraud	Recovery#	Amt. written off	No. of cases	Amt. of fraud	Recovery#	Amt. written off
Cash embezzlement	-	-	-	-	-	-	-	-
Loan given against fictitious documents	44*	0.33	0.11	0.21	93*	0.62	0.04	0.62
Fraud by external party	-	-	-	-	-	-	-	-
Fraud Committed by Customer	-	-	-	-	-	-	-	-

* All the frauds reported during the financial year ended March 31, 2026 and March 31, 2025 are fraud committed by external party and reported to RBI upto March 31, 2026 and March 31, 2025 respectively.

Recovered from selling partner under First Loss Default Guarantee (FLDG) arrangement.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

VI) Exposures

A Exposure to Real Estate Sector

Category	(Amount in Rs. crores)	
	As at March 31, 2026	As at March 31, 2025
a) Direct Exposure (Includes loans and credit substitutes)		
i) Residential Mortgages -		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	23.12	23.17
ii) Commercial Real Estate -		
Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based limits	308.60	430.27
iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures -		
Residential	-	-
Commercial Real Estate	-	-
b) Indirect Exposure		
*This includes corporate guarantee given to DMI Housing Finance Pvt Ltd	-	-
Total Exposure to Real Estate Sector *	331.72	453.44
*Includes exposure to sub-standard assets as well		

B Exposure to Capital Market**

Category	As at March 31, 2026	As at March 31, 2025
(i) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	499.42	278.90
(ii) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	-	-
(iii) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	45.48	38.49
(iv) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances;	-	-
(v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
(vi) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
(vii) bridge loans to companies against expected equity flows / issues;	-	-
(viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(ix) Financing to stockbrokers for margin trading	-	-
(x) All exposures to Alternative Investment Funds:		
(i) Category I	-	-
(ii) Category II	0.32	0.48
(iii) Category III	-	-
Total Exposure to Capital Market	545.22	317.87

**At carrying value

C Details of financing of parent company products

The Company has not financed any parent company product during the current year and previous year

D Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the NBFC

The Company has not exceeded any single or group borrower limits during the FY 2025-26 and FY 2024-25 as per prescribed RBI guidelines therefore no details are being provided

E Unsecured Advances

The Company has not granted unsecured advances against collateral of intangible securities such as charge over the rights, licenses or authority.

Additional Disclosures

VIi) Provisions and contingencies

	(Amount in Rs. crores)	
	As at March 31, 2026	As at March 31, 2025
Break up of 'Provisions and Contingencies' shown under the head expenditure in Statement of Profit and Loss		
Provisions for depreciation on Investment*	8.37	-
Provision towards NPA	8.22	41.17
Provision made towards Income tax	3.85	15.23
Provision made/(released) towards deferred tax	29.94	(12.82)
Other provision and contingencies		
Provision for gratuity	4.12	2.14
Provision for compensated absences	3.29	2.82
Provision for Standard Assets	(128.16)	94.48
# Investments include credit substitutes		
Figures in brackets represent amounts credited to Statement of Profit and Loss		

VIII) Draw Down from Reserves

The Company has not draw downed any amount from the Reserves during the current year and previous year



DMT Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

	(Amount in Rs. crores)	
	As at March 31, 2026	As at March 31, 2025
IX) Concentration of Deposits, Advances, Exposures and NPAs		
Concentration of Deposits		
Concentration of Advances ¹		
Total Advances to twenty largest borrowers	394.96	479.65
Percentage of Advances to twenty largest borrowers to Total Advances	5.05%	5.84%
Concentration of Exposures ¹		
Total Exposure to twenty largest borrowers / customers	394.96	479.65
Percentage of Exposures to twenty largest borrowers / customers to Total Exposure of the borrowers / customers	5.05%	5.84%
Concentration of NPAs ^{**}		
Total Exposure to top four NPA accounts	241.49	296.49
^{**} Represent Stage III loans including interest		
¹ considered gross of unamortised income		
X) Movement of NPAs		
Net NPAs to Net Advances (%) *	2.57%	2.69%
Movement of NPAs (Gross)		
Opening balance	386.58	322.63
Additions during the year	1,061.34	1,692.73
Reductions during the year	1,075.76	1,628.78
Closing balance	372.16	386.58
Movement of Net NPAs		
Opening balance	216.01	193.24
Additions during the year	985.23	1,610.17
Reductions during the year	1,008.61	1,587.40
Closing balance	192.63	216.01
Movement of provisions for NPAs (excluding provisions on standard assets)		
Opening balance	170.57	129.39
Provisions made during the year	76.11	82.56
Write-off / write-back of excess provisions	67.15	41.38
Closing balance	179.53	170.57
* Net Advances are taken net of provisions against Stage 3 assets		
XI) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)		
The Company does not have any Joint Venture or Subsidiary abroad, therefore no details to be reported		
XII) Off-Balance sheet SPVs sponsored		
The Company does not have any Off-Balance sheet SPV, therefore no details to be reported		
XIII) Disclosure of Gold Loan Portfolio		
Total Gold Loan Portfolio	-	-
Total Assets	-	-
Gold loan portfolio as % of Total Assets	-	-
XIV) Disclosure of Gold Auction		
Number of loan accounts	-	-
Outstanding Amount	-	-
Value fetched on auctions	-	-
XV) Details of Off balance sheet exposure		
Refer note e4 for details of contingent liabilities and commitments		
XVI) Loan accounts past due 90 days and not treated as Impaired		
Number of loan accounts	-	-
Loan outstanding	-	-
Overdue Amount	-	-



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

XVII) Schedule to the Balance Sheet

As required in terms of Disclosure pursuant to Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 (RBI/DOR/2025-26/359 ODR.ACC.REC.No.278/21.04.018/2025-26) dated November 28, 2025 (as may be amended from time to time).

S.No	Particulars Liabilities side	(Amount in Rs. crores)	
		Amount Outstanding (March 31, 2026)	Amount Overdue
1	Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid:		
a	Debentures : Secured	10.18	-
	Debentures : Unsecured (other than falling within the meaning of public deposits)	588.40	-
b	Deferred Credits	-	-
c	Term Loans	1,335.67	-
d	Inter corporate loans and borrowings	-	-
e	Commercial Paper	-	-
f	Public Deposit	-	-
g	Other loans (lease liability, Cash credit & Securitization)	634.82	-
2	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid)		
a	In the form of Unsecured debentures	-	-
b	In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
c	Other public deposits	-	-
Assets side		Amount Outstanding (March 31, 2026)	
3	Break-up of Loans and Advances including bills receivables (net) *		
a	Secured	1,972.80	
b	Unsecured	5,160.45	
4	Break up of Leased Assets and stock on hire and other assets counting towards asset financing	-	
1	Lease assets including lease rentals under sundry debtors	-	
(a)	Financial lease	-	
(b)	Operating lease	-	
2	Stock on hire including hire charges under sundry debtors	-	
(a)	Assets on hire	-	
(b)	Repossessed Assets	-	
3	Other loans counting towards asset financing activities	-	
(a)	Loans where assets have been repossessed	-	
(b)	Loans other than (a) above	-	
5	Break up of Investments		
	Current Investments		
1	Quoted		
(i)	Shares	-	
	(A) Equity	-	
	(B) Preference	-	
(ii)	Debentures and Bonds	30.39	
(iii)	Units of Mutual Funds	-	
(iv)	Government Securities	74.00	
(v)	Others (Please specify)	-	
2	Unquoted		
(i)	Shares	-	
	(A) Equity	-	
	(B) Preference	-	
(ii)	Debentures and Bonds	-	
(iii)	Units of Mutual Funds	-	
(iv)	Government Securities	-	
(v)	Others - Units of Alternative Investment Fund and investment in pass through certificate	311.86	



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

Assets side	Amount Outstanding (March 31, 2026)
Long Term Investments	
1 Quoted	
(i) Shares	
(A) Equity	-
(B) Preference	-
(ii) Debentures and Bonds	161.45
(iii) Units of Mutual Funds	-
(iv) Government Securities	-
(v) Others (Please specify)	-
2 Unquoted	
(i) Shares	
(A) Equity	264.64
(B) Preference	42.94
(ii) Debentures and Bonds	39.61
(iii) Units of Mutual Funds	-
(iv) Government Securities	-
(v) Others - Units of Alternative Investment Fund and investment in pass through certificate	27.13

6 Borrower group-wise classification of assets financed as in (3) and (4) above:

Category	Secured	Amount net of provision Unsecured	Total
a Subsidiaries	-	-	-
b Companies in the same group	-	-	-
c Other related parties	-	8.52	8.52
Other than related parties	1,972.80	5,151.93	7,124.73
Total			

7 Investor group-wise classification of all Investments (current and long term) in shares and securities (both quoted and unquoted)

Category	Market Value	Book value (net of provisions) #
Related Party		
a Subsidiaries	241.03	241.03
b Companies in the same group	24.60	24.60
c Other related parties	-	-
Other than related parties	735.12	686.39
Total	1,000.75	952.03

8 Other Information

Particulars	Amount
Gross Non Performing Assets	
a. Related parties	-
b. Other than related parties	372.16
Net Non Performing Assets	
a. Related parties	-
b. Other than related parties	192.63

* Net of impairment loss allowance

Book value is carrying value as per IND AS



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

XVIII) Disclosure relating to Securitization

As required in terms of Disclosure 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 may be amended from time to time)

S.No	Particulars	(Amount in Rs. crores)	
		As on March 31, 2026	As on March 31, 2025
1	No of SPEs holding assets for securitisation transactions originated by the originator (only the SPVs relating to outstanding securitization exposures to be reported here)	10	17
2	Total amount of securitised assets as per books of the SPEs	885.04	1,560.71
3	Total amount of exposures retained by the originator to comply with MRR as on the date of balance sheet		
a	Off Balance Sheet Exposure		
	(i) First Loss	-	-
	(ii) Others	-	-
b	On Balance Sheet Exposure		
	(i) First Loss	113.64	213.98
	(ii) Others	221.59	310.20
4	Amount of exposures to securitisation transactions other than MRR		
a	Off Balance Sheet Exposure		
	(i) Exposure to own securitisations		
	First Loss	-	-
	Others	-	-
	(ii) Exposure to third party securitisations		
	First Loss	-	-
	Others	-	-
b	On Balance Sheet Exposure		
	(i) Exposure to own securitisations		
	First Loss	-	-
	Others	-	-
	(ii) Exposure to third party securitisations		
	First Loss	-	-
	Others	-	-
5	Safe consideration received for the securitised assets Gain/loss on sale on account of securitisation	1,799.65	2,744.64
6	Form and quantum (outstanding value) of services provided by way of, liquidity support, post-securitisation asset servicing, etc.	-	-
7	Performance of facility provided Please provide separately for each facility viz. Credit enhancement, liquidity support, servicing agent etc. Mention percent in bracket as of total value of facility provided.		
	(a) Amount paid		
	(b) Repayment received	1,138.19	1,393.13
	(c) Outstanding amount	1,138.19	1,177.56
		-	30.45
8	Average default rate of portfolios observed in the past. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc	-	-
	Amount and number of additional/top up loan given on same underlying asset. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc	-	-
9	Investor complaints (a) Directly/Indirectly received and; (b) Complaints outstanding	-	-

XIX) Loans to Directors, Senior Officers and relatives of Directors

As required in terms of paragraph 7 of Loans and Advances – Regulatory Restrictions - NBFCs

Sr. No. Particulars

- 1 Directors and their relatives
- 2 Entities associated with directors and their relatives
- 3 Senior Officers (including KMP) and their relatives

(Amount in Rs. crores)	
As on March 31, 2026	As on March 31, 2025
-	-
-	-
-	-

XX) There is no financing to Parent Company product in current and previous year.

XXI) There is no postponement of revenue recognition in current and previous year.

XXII) There is no drawdown from reserves in current and previous year.



DMI Finance Private Limited
Notes to the standalone financial statements
 (All Amount in Rs. millions, unless otherwise stated)

(DOW) Related party disclosure

As required in term of Disclosure 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 may be amended from time to time).

Transactions with related parties, amount outstanding at the year end and the maximum during the year:

		(Rs. in crores)																	
		Parent (as per ownership or control)		Subsidiaries		Associate/Joint venture		Directors		Relatives of directors		Key management personnel		Relatives of key management personnel		Others		Total	
S No.	Item/related party	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
(a)	Transactions during the year:																		
1	Advances given	-	-	-	-	8.50	-	-	-	-	-	-	-	-	-	-	-	8.50	-
2	Repayment of advances given	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
3	Repayment of borrowings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4	Proceeds from borrowings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13.40	-	13.40
5	Purchase of Investment	-	-	24.53	185.73	0.82	10.66	-	-	-	-	-	-	-	-	-	-	25.35	196.39
6	Sale of Investment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7	Interest expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.31	1.08	1.31	1.08
8	Interest Income	-	-	-	9.79	0.12	-	-	-	-	-	-	-	-	-	-	-	0.12	9.79
9	Others:																		
	Resource sharing fees and other cost	-	-	4.79	3.56	-	-	-	-	-	-	-	-	-	-	5.17	12.09	9.96	15.65
	Share based expense	-	-	1.42	0.15	-	-	-	-	-	-	-	-	-	-	(3.70)	1.07	(2.28)	2.22
	Dividend Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Other expenses	-	-	7.48	9.84	0.07	-	1.05	0.13	-	-	-	-	0.03	-	115.78	2.80	124.41	12.77
	Remuneration	-	-	-	-	-	-	6.31	10.53	-	-	-	-	-	-	-	-	9.79	13.20
	Professional fee	-	-	-	-	-	-	-	0.16	-	-	-	-	0.17	-	-	-	0.17	0.16
10	Others	-	-	-	1.69	-	-	-	1.04	-	-	-	-	-	-	-	3.01	-	5.74
(b)	Balances outstanding at year end:																		
1	Investments	-	-	241.03	216.50	24.60	23.78	-	-	-	-	-	-	-	-	-	-	265.63	240.28
2	Borrowings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13.49	14.48	13.49	14.48
3	Corporate Guarantee	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4	Others	-	-	4.95	0.76	0.11	-	-	-	-	-	-	-	-	-	0.10	8.84	5.16	9.59
5	Advance given	-	-	-	-	8.50	-	-	-	-	-	-	-	-	-	-	-	8.50	-
(c)	Maximum balance outstanding during the year:																		
1	Investments	-	-	24.53	185.73	0.82	10.66	-	-	-	-	-	-	-	-	-	-	25.35	196.39
2	Borrowings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13.40	-	13.40
3	Advances	-	-	-	-	8.50	-	-	-	-	-	-	-	-	-	-	-	8.50	-
4	Trade receivable	-	-	0.13	3.84	-	4.03	-	-	-	-	-	-	-	-	0.74	1.46	0.87	9.32
5	Other payable	-	-	0.76	1.77	0.04	-	0.06	0.28	-	-	-	-	0.04	0.04	2.61	1.37	3.52	3.45
6	ESOP Recoverable	-	-	1.81	-	-	-	-	-	-	-	-	-	-	-	-	-	1.81	-



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

XXIV) Sectoral Exposure

As required in term of Disclosure 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 may be amended from time to time).

S.No	Sectors	As at March 31, 2026			As at March 31, 2025		
		Total Exposure (Rs. crore)*	Gross NPAs (Rs. crore)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (Rs. crore)*	Gross NPAs (Rs. crore)	Percentage of Gross NPAs to total exposure in that sector
1	Agriculture and Allied Activities	-	-	-	-	-	-
2	Industry						
	(i) Real Estate	331.73	317.62	95.75%	453.44	319.66	70.50%
	(ii) Manufacturing and Services	-	-	-	-	-	-
	(iii) Micro small and medium enterprises	295.48	1.68	0.57%	-	-	-
	(iv) Others	205.88	0.50	0.24%	130.56	0.53	0.40%
	Total of Industry	833.08	319.80	38.39%	584.00	320.19	54.83%
3	Services						
	(i) Financial Services	67.49	0.08	0.11%	11.87	-	-
	(ii) Others	138.67	1.96	1.42%	-	-	-
	Total of Services	206.16	2.04	1.53%	11.87	-	-
4	Personal Loans						
	(i) Personal Loans	4,994.65	46.39	0.93%	6,060.40	56.37	0.93%
	(ii) Others (Consumer durable loans)	1,651.62	3.93	0.24%	1,551.38	10.02	0.65%
	Total of Personal Loans	6,646.27	50.32	0.76%	7,611.78	66.39	0.87%
5	Others	-	-	-	-	-	-
	Grand Total (1+2+3+4+5)	7,685.51	372.16	4.84%	8,207.64	386.58	4.71%

* Total exposure includes investment in credit substitutes.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

(XKV) Disclosure of complaints

As required in term of Disclosure 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 may be amended from time to time).

1) Summary Information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

S.no	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A.	Complaints received by the NBFC from its customers		
i.	Number of complaints pending at beginning of the year	58	45
ii.	Number of complaints received during the year	6,050	6,620
iii.	Number of complaints disposed during the year	6,032	6,607
	Of which, number of complaints rejected by the NBFC	316	155
iv.	Number of complaints pending at the end of the year	86	58
B.	Maintainable complaints received by the NBFC from Office of Ombudsman		
i.	Number of maintainable complaints received by the NBFC from Office of Ombudsman	1,602	1,533
	Of (i), number of complaints resolved in favour of the NBFC by Office of Ombudsman	1,602	1,533
	Of (i), number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	53	81
	Of (i), number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
ii.	Number of Awards unimplemented within the stipulated time (other than those appealed)	NA	NA

Note: Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (Previously The Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

2) Top five grounds of complaints received by the NBFCs from customers

S.no	Grounds of complaints	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% Increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Number of complaints pending beyond 30 days
March 31, 2026						
i.	Incorrect CIBIL updated	24	1,880	56.93%	21	-
ii.	Charged extra fee	4	617	(41.18%)	0	-
iii.	Payment not updated	2	400	(53.33%)	0	-
iv.	Bounce charges related	0	-	0.00%	0	-
v.	Collection related	27	1,913	(40.16%)	34	-
vi.	Other complaints	1	1,222	283.07%	31	-
		58	6,032		86	-
March 31, 2025						
i.	Incorrect CIBIL updated	8	1,198	53.39%	24	-
ii.	Charged extra fee	15	1,049	(69.10%)	4	-
iii.	Payment not updated	2	857	(76.75%)	2	-
iv.	Bounce charges related	-	-	(100.00%)	-	-
v.	Collection related	17	3,197	545.86%	27	-
vi.	Other complaints	3	319	32.37%	2	-
		45	6,620		58	-

(XCVI) Unhedged foreign currency exposure

For the details of unhedged foreign currency exposure, refer Note 50 (C)(iii)

(XCVII) Divergence in asset classification and provisioning

- (i) Additional provisioning assessed by RBI, exceeds 5 percent of the reported profits before tax and impairment loss on financial instruments for the reference period
- (ii) Additional Gross NPA identified by RBI exceeds 5 percent of the Gross NPA for the reference period

There is no divergence assessed by RBI in asset classification and provisioning.

(XCVIII) Intra Group Exposure*

- i) Total amount of intra-group exposures
- ii) Total amount of top 20 Intra-group exposures
- iii) Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers
- *Comprises of optionally convertible debentures only

Year ended March 31, 2026	Year ended March 31, 2025
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(Amount in Rs. crores)	
As at March 31, 2026	As at March 31, 2025
8.52	0
8.52	0
0.11%	0.00%



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)
DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

(XXIX) Project Finance as required under Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025. (For the period starting from October 1, 2025 to March 31, 2026).

Sl. No	Item Description	Number of accounts	Total outstanding (In ₹ crore)
1	Projects under implementation accounts as at October 1, 2025	9	409.64
2	Projects under implementation accounts sanctioned during the period October 1, 2025 to March 31, 2026	0	0
3	Projects under Implementation accounts where DCCO has been achieved during the period October 1, 2025 to March 31, 2026*	0	77.91
4	Projects under implementation accounts as at March 31, 2026. (1+2-3)	9	331.73
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 original / extended DCCO, as the case may be, has been invoked.	0	0
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/write off during the period.

(XXX) Co-lending Exposure

Sl. No	Items Description	As at March '26 (In crore)
1	Co-lending exposure quantum of Co-lending arrangements (CLAs)	344.02
2	Weighted average rate of interest	27.9% 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) 344.02 ii) Nil
6	Details related to default loss guarantee, if any, etc.	3% FLDG provided by Lending service provider

(XXXI) Credit Default Swaps

There is no such transaction undertaken by the company, therefore no details are to be disclosed.

(XXXII) Significant accounting policy

The Summary of material accounting policies are given in Note 3.

(XXXIII) Breach of Covenant

There is no instance of breach of covenant of loan availed or debt securities issued.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

53 Disclosure 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 may be amended from time to time).

(Amount in Rs. crores)										
S.No.	Type of Restructuring		Others				Total			
	Asset Classification Details		Standard	Sub-Standard	Doubtful	Loss	Standard	Sub-Standard	Doubtful	Loss
1	Restructured Accounts as on April 01, 2025	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
2	Fresh restructuring during the year	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
3	Upgradations to restructured standard category during the FY	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
4	Restructured standard advances which cease to attract higher provisioning and / or additional risk weight at the end of the FY and hence need not be shown as restructured standard advances at the beginning of the next FY	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
5	Downgradations of restructured accounts during the FY	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
6	Write-offs of restructured accounts during the FY	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-
7	Restructured Accounts as on March 31, 2026	No. of Borrowers	-	-	-	-	-	-	-	-
		Amount Outstanding	-	-	-	-	-	-	-	-
		Provision thereon	-	-	-	-	-	-	-	-

1) CDR restructuring segment and SME Debt Restructuring Mechanism is Nil.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

54 Pursuant to RBI circular no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025 (as amended from time to time), Liquidity credit risk (LCR) disclosures are presented as below:

(i) **Main LCR drivers and evolution of the contribution of inputs in LCR calculation over time**

The numerator of Liquidity Coverage Ratio (LCR) is driven by the simple averages of daily observations of High Quality Liquid Assets (HQLA). The denominator is driven by simple averages of daily observations of various components of the stressed cash flows.

(a) Composition of HQLA

HQLAs comprise cash and cash equivalents which include cash in hand and balances with scheduled commercial banks, fixed deposits (except pledged). It also includes NCDs not issued by a bank/financial institution/ NBFC or any of its affiliated entities, which have been rated AA- and above with a 15% haircut.

(b) Unsecured and secured wholesale funding

Borrowing maturities falling due in the next 30 days form a major component of cash outflows. It includes all NCD, Term loan & Cash credit form of funding. Unsecured wholesale funding includes Unsecured NCDs.

(c) Outflows related to derivative exposures and other collateral requirements

During the reporting period, the Company did not have any derivative exposure.

(d) Other contractual funding obligations

Other contractual funding obligations are taken from other financial liabilities that includes, Trade Payable, Current tax liabilities, Other non-financial liabilities and other operating expenses that are not due shown in the Balance Sheet which are expected to be paid in the next 30 days.

(e) Other contingent funding obligations

Undrawn committed credit lines loans form a part of other contingent funding obligations.

(f) Inflows from fully performing exposures

This head includes the principal inflows from the Retail loan book.

(ii) **Intra period changes and changes over time**

The Company endeavors to maintain a healthy level of LCR at all points of time. The LCR table shows the movement of changes in each component over the reporting period. The average LCR moved from 2084% for the quarter ended June 30, 2025 to 628% for the quarter ended March 31, 2026.

(iii) **Concentration of funding sources**

The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Management Committee of the Board (ALCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board. The Company maintains a robust funding profile, which is periodically monitored and reviewed by ALCO.

The Company has a diversified funding profile in the form of Bank term loans and Non-convertible debentures which are long-term in nature. Also, the Company has availed Working Capital Demand loan (WCDL) from various Banks. The Company is a non-deposit taking NBFC and hence, reporting nil deposits. The Company has a wide array of investors / bankers who have funded the Company through various funding instruments.

(iv) **Derivative exposures and collateral calls**

The Company did not indulge in derivative trading activities and hence was not exposed to derivative and collateral call risk during the reporting period.

(v) **Currency mismatches**

The Company was not exposed to any major currency risk during the reporting period.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

A. Liquidity coverage ratio

	(Amount in Rs. crores)							
	As at June 30, 2025 [#]		As at September 30, 2025 [#]		As at December 31, 2025		As at March 31, 2026	
	Total un-weighted amount (Average)	Total weighted amount (Average)	Total un-weighted amount (Average)	Total weighted amount (Average)	Total un-weighted amount (Average)	Total weighted amount (Average)	Total un-weighted amount (Average)	Total weighted amount (Average)
High Quality Liquid Assets (HQLAs)	3,127.20	3,127.20	1,263.39	1,263.39	406.67	406.67	436.52	436.52
Cash Outflows								
Deposits (for deposit taking companies)								
Unsecured wholesale funding	4.33	4.99	4.61	5.30	13.28	15.27	4.46	5.13
Secured wholesale funding	421.89	485.17	450.07	517.58	201.93	232.21	147.76	169.93
Additional requirements, of which								
Outflows related to derivative exposures and other collateral requirements	-	-	-	-	-	-	-	-
Outflows related to loss of funding on debt products	-	-	-	-	-	-	-	-
Credit and liquidity facilities	-	-	-	-	-	-	-	-
Other contractual funding obligations	95.77	110.14	83.10	95.57	81.42	93.63	89.49	102.91
Other contingent funding obligations	-	-	-	-	-	-	-	-
TOTAL CASH OUTFLOWS	522.00	600.29	537.79	618.45	296.63	341.12	241.71	277.97
Cash Inflows								
Inflows from fully performing exposures	745.54	559.15	668.71	501.53	649.00	486.75	649.63	487.22
TOTAL CASH INFLOWS	745.54	559.15	668.71	501.53	649.00	486.75	649.63	487.22
Total HQLA		3,127.20		1,263.39		406.67		436.52
Total net cash outflows		150.07		154.61		85.28		69.49
Liquidity coverage ratio (%)		2084%		817%		477%		628%

Notes:

- 1 The components of LCR is arrived at by taking a stock approach whereby from the month end outstanding of each component (as financial records), the portion expected to be paid in the next 30 days is considered.
- 2 The Average LCR is computed as simple averages of daily observations over the previous quarter.
- 3 Interest accrued but not due to be paid for the subsequent month is considered.
- 4 # Investment in mutual funds is included while computing High-quality liquid assets (HQLA) for Liquidity Coverage ratio till July 31, 2025



DMJ Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

- B Liquidity risk**
Public Disclosure on Liquidity Risk for the year ended March 31, 2026 pursuant to Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025

(Amount in Rs. crores)				
Funding concentration based on significant counterparty (refer note 1 below)				
Number of significant counterparties	Number of counterparties	Amount*	% of Total deposits	% of Total liabilities
As at 31 March 2026	13	2,430.62	-	84.27%
As at 31 March 2025	20	4,074.45	-	86.45%

* Accrued Interest but not due and unamortised transaction costs are included in borrowings.

- (i) Top 20 large deposits**
There are no deposits accepted by the Company during the year as Company is non-deposit taking NBFC.

(Amount in Rs. crores)		
Top 10 borrowings		
	Total amount of top 10 borrowings *	Percentage of amount of top 10 borrowings to total borrowings
As at 31 March 2026	2,322.56	92.20%
As at 31 March 2025	3,427.65	77.64%

* Accrued interest but not due and unamortised transaction costs are included in borrowings.

(Amount in Rs. crores)				
Funding Concentration based on significant instrument/product (refer note 2 below)				
Nature of significant instrument/product	As at March 31, 2026		As at March 31, 2025	
	Amount*	% of Total liabilities	Amount*	% of Total liabilities
Debentures	598.58	20.75%	919.29	19.50%
Term loans	1,335.67	46.30%	2,360.36	50.08%
PTC borrowings	584.78	20.27%	1,110.99	23.57%
Total	2,519.03	87.32%	4,390.64	93.16%

* Accrued interest but not due and unamortised transaction costs are included in borrowings.

v) Stock ratios:	(Amount in Rs. crores)								
	Particulars	As at March 31, 2026				As at March 31, 2025			
		Amount	% of Total public funds	% of Total liabilities	% of Total assets	Amount	% of Total public funds	% of Total liabilities	% of Total assets
	Commercial papers	-	0.00%	0.00%	0.00%	24.39	0.55%	0.52%	0.23%
	Non-convertible debentures (original maturity of less than one year)	-	-	-	-	-	-	-	-
	Other short-term liabilities	2,182.25	86.63%	75.65%	22.13%	2,997.02	67.86%	63.59%	25.91%

Notes

1) Significant counterparty is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-NBFI's, NBFC-Ds total liabilities.

2) Significant instrument/product is defined as a single instrument/product or group of similar instruments/ products which in aggregate amount to more than 1% of the NBFC-NBFI's, NBFC-Ds total liabilities.

3) Public funds include funds raised either directly or indirectly through public deposits, inter-corporate deposits (except from associate), deposits from corporates (except from associate), bank finance and all funds received from outside sources such as funds raised by issue of Commercial Papers, debentures etc. but excludes funds raised by issue of Instruments compulsorily convertible into equity shares within a period not exceeding 5 years from the date of issue, as defined in Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025.

- vi) Institutional set-up for liquidity risk management**
The Company manages liquidity risk through a robust governance structure and policy framework to ensure it can meet its obligations as they fall due under both normal and stressed conditions. This institutional setup, guided by a Board-approved Asset-Liability Management (ALM) Policy, is aligned with the RBI guidelines for Non-Banking Financial Companies and provides a comprehensive approach to identifying, measuring, monitoring, and mitigating liquidity risk.

Governance and Oversight

- The ALM policy, approved by the Board of Directors, is reviewed periodically to align with the evolving market landscape and regulatory changes.
- The Asset Liability Committee (ALCO) provides strategic guidance and oversight for the management of liquidity risk within the framework established by the ALM Policy.
- The Risk Management Committee of the Board is responsible for evaluating the overall risks faced by the Company, including liquidity risk.
- The Enterprise Risk department independently monitors the Company's liquidity risk, presents quarterly updates on liquidity and interest rate risks to the ALCO, and undertakes periodic stress testing to assess the adequacy of liquidity under adverse scenarios.

Liquidity Risk Measurement and Reporting Framework

The Company actively manages liquidity risk as part of its ALM activities and employs several tools for its measurement and monitoring. These include:

- Liquidity Mismatch Analysis, which includes the analysis of contractual cash flow mismatches across maturity buckets using a Structural Liquidity Statement and the analysis of projected cash flows using a Dynamic Liquidity Statement.
- Analysis of the weighted average maturity of the Company's borrowings and retail advances to monitor the overall maturity profile.
- Monitoring of the Liquidity Coverage Ratio (LCR), which has consistently been maintained above the RBI's regulatory requirement of 100%. This ensures an adequate stock of unencumbered High-Quality Liquid Assets is available to survive a significant 30-day liquidity stress scenario.
- Monitoring of various other liquidity ratios against internal limits laid down in the ALM Policy.

To ensure preparedness for adverse events, the Company also performs Stress Testing and Liquidity Contingency Planning for early identification and calibrated action in the event of tight liquidity conditions.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

55 (a) 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	(Amount in Rs. crores)			
	Exposure to accounts classified as Standard consequent to Implementation of resolution plan – Position as at the end of the previous year (A) March 31, 2025	Of (A), aggregate debt that slipped into NPA during the year	Of (A) amount written off during the year	Of (A) amount paid by the borrowers during the year
Personal loans				
Of which MSMEs	0.01	-	-	0.01
Others	0.62	0.00	0.07	0.16
Corporate Persons*	-	-	-	-
Total	0.63	0.00	0.07	0.17

*As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

55 (b) 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 may be amended from time to time).

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

Particulars	No's	To ARCs	To permitted transferees	To other transferees
i. No. of accounts		-	-	-
ii. Aggregate principal outstanding of loans transferred	Rs.crores	-	-	-
iii. Weighted average residual tenor of the loans transferred		-	-	-
iv. Net book value of loans transferred (at the time of transfer)	Rs.crores	-	-	-
v. Aggregate consideration	Rs.crores	-	-	-
vi. Additional consideration realized in respect of accounts transferred in earlier years		-	-	-

B. Details of loans acquired during the year

	No.s	From lenders *	From ARCs
i. No. of accounts		3,392	-
ii. Aggregate principal outstanding of loans acquired	Rs.crores	124.60	-
iii. Aggregate consideration paid	Rs.crores	144.44	-
iv. Weighted average residual tenor of loans acquired	In months	141 months	-
v. Retention of beneficial economic interest by the originator	%	10%	-
vi. Coverage of tangible security as on March 31, 2026 (only for secured loans)		286%	-
vii. Rating wise distribution of rated loans		NA	-
viii. Mode of acquisition of pool		Assignment	-

* Lenders listed in Reserve Bank of India (Non-Banking Financial Companies – Transfer and Distribution of Credit Risk) Directions, 2025 in terms of RBI circular RBI/DOR/2025-26/352 DOR.STA.REC.271/21.04.048/2025-26 dated November 28, 2025.

56 Disclosure on significant ratios:

Particulars	Description	As at March 31, 2026	As at March 31, 2025
Debt-Equity Ratio	[(Debt securities+ Borrowings (other than Debt Securities)) / Total equity]	0.36	0.64
Net profit margin	Net profit after tax / total revenue from operations	6.27%	0.17%
Total debts to total assets	[(Debt securities+ Borrowings (other than Debt Securities)) / Total assets]	25.47%	37.98%
Gross Non-Performing Assets	Gross Stage III loans EAD / Gross total loans EAD	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%	2.69%
Security cover ratio (number of times)*	Amount of secured assets / Secured debt	1.34	1.30
Provision coverage ratio (%)	(Impairment loss allowance for Stage III / Gross Stage III loans EAD)	48.24%	44.12%

* Security Cover ratio is given for listed non convertible debt securities only.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

57 The Company received an order dated October 17, 2024, from the Reserve Bank of India ("RBI") under section 45L(1)(b) of the Reserve Bank of India Act, 1934. This order directed the Company to cease and desist sanction or disbursements of loan with effect from October 21, 2024, until the specific issues outlined in the order are adequately addressed and the identified deficiencies are resolved to the satisfaction of the RBI. RBI vide letter dated January 08, 2025 lifted the cease and desist order following the submission of the company's remediation steps.

58 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 April 1, 2019 to June 9, 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.

59 Other Statutory Information

- i. During the current financial year, Company has not undertaken any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.
- ii. There are no penalties imposed by the regulator during the financial year ended 31 March, 2026.
- iii. There are no such transactions which are not recorded in the books of account earlier and have been surrendered or disclosed as income during the current financial year in the tax assessments under the income tax act, 1961.
- iv. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- v. The Company has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vi. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vii. The Company, as part of its normal business, grants loans and advances, makes investment, provides guarantees to and accept deposits and borrowings from its customers, other entities and persons. These transactions are part of Company's normal non-banking finance business, which is conducted ensuring adherence to all regulatory requirements. Other than the transactions described above, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- viii. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 for the financial years ended March 31, 2026 and March 31, 2025.
- ix. The Company does not possess any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are held in the name of the Company during the financial year ended March 31, 2026 and March 31, 2025.
- x. The Company has utilised the funds raised from banks and financial institutions for the specific purpose for which they were borrowed, though idle and surplus funds which were not required for immediate utilization were temporarily invested in liquid funds.
- xi. The Company has not been declared as wilful defaulter by any of banks, financial institution or any other lender.
- xii. No proceedings have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (Formerly the Benami Transaction (Prohibition) Act 1988 (45 of 1988)) and rules made thereunder in the financial years ended March 31, 2026 and March 31, 2025.



DMI Finance Private Limited
Notes to the standalone financial statements
(All Amount in Rs. millions, unless otherwise stated)

- 60 Events occurring after reporting date
There are no significant events after the reporting period which require any adjustment or disclosure in the standalone financial statements.
- 61 Previous year/periods figures have been regrouped/rearranged to make them comparable with the current year/period classification in accordance with Schedule III.
- 62 There is no change in the Statutory auditor of the Company during the current year.
- 63 There are no events observed after the reporting period which have an impact on the Company's operation.
- 64 The Company uses MS-Business Central software for maintaining books of accounts. This software has a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software.
- 65 The standalone financial statements were approved by the Board of Directors on May 15, 2026.

For Nangla & Co. LLP
Chartered Accountants
ICA/Firm Registration Number: 002391C/N500069


Jaspreet Singh Bedi
Partner
Membership Number: 601788

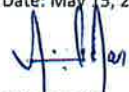
Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749


Shivashish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026


Arindam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026




Pratik Adatia
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026


Nipendar Kochhar
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026


Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026

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CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Members of DMI Finance Private Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of DMI Finance Private Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its joint venture, which comprise the Consolidated Balance Sheet as at March 31, 2026 and the Consolidated Statement of Profit and Loss including the Consolidated Statement of Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information ("hereinafter referred to as the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on Separate Financial Statements and on the other financial information of the subsidiaries and joint venture, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the Consolidated state of affairs of the Group and its joint venture as at March 31, 2026, its Consolidated profit including Other Comprehensive Income, its Consolidated Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements 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 Auditor's Responsibilities for the Audit of the Consolidated Financial Statements 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Key Audit Matters

Key audit matters are those matters that in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.



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Key Audit Matters (Continued)

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Key audit matters	How our audit addressed the key audit matter
(a) Impairment of loan assets as at balance sheet date (Expected credit losses including Management Overlay) As described in note 7.1 of the Consolidated Financial Statements	
Ind AS 109: Financial Instruments ("Ind AS 109") requires the Holding Company to provide for impairment of its loan assets using the expected credit loss (ECL) approach. ECL involves an estimation of probability-weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecasts of future economic conditions which could impact the credit quality of the Holding Company's loans and advances. As part of our risk assessment, we determined that the ECL on such loan assets has a high degree of estimation uncertainty. In this process, a significant degree of judgement has been applied by the management for: - Defining Staging of loans (i.e. classification in 'significant increase in credit risk' ("SICR") and 'default' categories); - Grouping of borrowers based on homogeneity by using appropriate statistical techniques; - Estimation of behavioural life; - Estimation of losses for loan products with no / minimal historical default; and - Adjustments to model driven ECL results, including management overlay, to address emerging trends, macro-economic factors, geopolitical developments, sector-specific stress and estimation of their impact on the credit quality including consideration of the probability and severity of downside scenarios, staging migration assumptions, and expected recoverability outcomes. Considering the high degree of management judgement involved in estimation of ECL including management overlays, it is identified as key audit matter.	Our audit procedures included the following: - Evaluated the Holding Company's accounting policies for impairment of loan assets and assessed compliance with the policies in terms of Ind AS 109. - Obtained an understanding of the governance framework, approval process, and internal controls established by the Board of Directors and management relating to identification, review, estimation, and approval of management overlays. - Evaluated the management estimates, including management overlay, by understanding the process of ECL estimation including assessment of emerging trends, macro-economic factors, geopolitical developments, sector-specific stress and related assumptions and tested the controls around data extraction and validation. - Assessed the criteria for staging of loans based on their past-due status to evaluate compliance with requirement of Ind AS 109. - Tested the ECL model, including assumptions and underlying computation. Tested the input data used for determining the Probability of default and loss given default rates and agreed the data with the underlying books of account and records. Also assessed whether management overlays represented incremental adjustments for risks not captured in the ECL model and evaluated potential overlap or double counting. - Obtained and evaluated management's supporting documentation, including external expert reports, internal risk assessments, stress-testing analyses, and presentations and reports placed before the Audit Committee and Board of Directors / those charged with the governance. - Tested the arithmetical accuracy of computation of ECL provision performed by the Holding Company.

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	Read and assessed adequacy of the disclosures included in the Consolidated Financial Statements in respect of ECL with the requirements of Ind AS 107 Financial Instruments: Disclosure ("Ind AS 107") and Ind AS 109.
(b) Information technology ('IT') systems and controls	
The financial accounting and reporting systems of the Group are fundamentally reliant on IT systems and IT controls to process significant transaction volumes. Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate effectively to ensure appropriate financial reporting Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and the application controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.	Our audit procedures, with support from IT specialists, included the following: - Tested the design and operating effectiveness of IT access controls over the information systems that are critical to financial reporting. - Tested IT general controls (such as logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorised. - Tested the Holding Company's periodic review of access rights. We inspected requests of changes to systems for appropriate approval and authorisation. - In addition to the above, we tested the design and operating effectiveness of certain application controls (automated and IT dependent manual controls) that were considered as key internal controls over financial reporting. - Where deficiencies were identified, we tested compensating controls or performed alternate procedures.

Emphasis of Matter

We draw attention to Note 54 of the accompanying Consolidated financial statements, 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 matter.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report ("other information") but does not include the Consolidated Financial Statements and our auditor's report thereon. The Board's Report, including the Annexures to Board's Report, is expected to be made available to us after the date of this auditor's report.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information

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is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. Based on the work we have performed, if we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Management and the Board of Directors is responsible for the preparation of these Consolidated Financial Statements in terms of the requirement of the Act that give a true and fair view of the Consolidated financial position, Consolidated financial performance including Other Comprehensive Income, Consolidated Cash Flows and Consolidated statement of Changes in Equity of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act 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 accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Consolidated Financial 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 preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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

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

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

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements 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 these Consolidated Financial Statements.

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, 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

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are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls system with reference to Consolidated 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 management's 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 joint ventures 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 Statements 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Consolidated Financial Statement of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, 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 Statements 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because of the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Other Matters

We did not audit the financial statements and other financial information in respect of:

- 4 subsidiaries whose financial statements include total assets of Rs. 2,309.70 millions as at March 31, 2026 and total revenues of Rs. 395.18 millions and net cash inflows of Rs. 245.42 millions for the year ended on that date. These financial statements and other financial information have been audited by other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management.
- 1 joint venture, the Consolidated Financial Statements also include the Group's share of net loss after tax of Rs. 16.28 millions for the year ended March 31, 2026 and total comprehensive Income of Rs. (16.28) millions for the year ended March 31, 2026, respectively, as considered in the Consolidated Financial Statements, in respect of one joint venture.

Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint venture is based solely on the reports of such other auditors.

Our opinion above on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors, along with the financial statements and other financial information as certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act based on our audit and on the consideration of report of the other auditors on separate financial statements and other financial information of the subsidiary companies and joint venture, as noted in 'Other Matters', we give in the "Annexure 1" a statement on the matters specified in paragraphs 3(xxi) of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the audit reports of the other auditors on separate financial statements and other financial information of subsidiaries and its joint venture, as noted in the 'other matters' paragraph, we report to the extent applicable, that:
 - (a) We and the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Consolidated Statement of Other Comprehensive Income, and the Consolidated Statement of Cash Flow and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement

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with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements;

- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and joint venture, none of the directors of the Group companies and joint ventures is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting with reference to Consolidated Financial Statements of the Holding Company, its Subsidiary companies and joint venture, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of audit reports of the other auditors on separate financial statements as also the other financial information of the subsidiaries and its joint venture, as noted in the 'Other Matters' paragraph:
 - i. The Group and its joint venture has disclosed the impact of pending litigations on its Consolidated financial position of the Group in its Consolidated financial statements – Refer Note 46(a) to the Consolidated financial statements;
 - ii. The Group and its joint venture did not have any long term contracts including derivative contracts for which there were any material unforeseeable losses, other than those disclosed in the Consolidated financial statements – Refer Note 46(d) to the Consolidated financial statements;
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Group.
 - iv. (a) The respective management of the Holding Company and its subsidiaries and joint venture which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and its joint venture respectively, that, to the best of its knowledge and belief, as disclosed in Note 56(vi) to the Consolidated financial statements, during the year no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries and joint venture to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries and joint venture ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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(b) The respective managements of the Holding Company and its subsidiaries and joint venture which are companies incorporated in India whose financial statements have been audited under the Act has represented, that, to the best of it's knowledge and belief, as disclosed in Note 56(v) to the Consolidated financial statements, during the year no funds have been received by the Holding Company or any of such subsidiaries and its joint venture from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries and joint venture shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances by us and that performed by the auditors of the subsidiaries and joint venture which are companies incorporated in India whose financial statements have been audited under the act, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (a) and (b) of Rule 11(e) contain any material misstatement.

- v. The dividend declared and paid during the year by the subsidiary is in compliance with Section 123 of the Companies Act, 2013. No dividend was declared or paid by the Holding Company during the year.
- vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company, subsidiaries and joint venture have used accounting softwares for maintaining its books of accounts which have a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the respective softwares.

Further, for the periods during which the audit trail (edit log) feature was enabled and remained operational, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company in accordance with the statutory requirements for the record retention. For the prior periods during which the audit trail feature was not enabled, we are unable to comment on the same.

For Nangia & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069



Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788HLLAVZ5332

Place: Mumbai

Date: May 15, 2026

Registered Office: B-27 Soami Nagar, New Delhi - 110017, India

Corporate Office: 4th Floor, Iconic Tower, Urmi Estate, 95 Ganpatrao Kadam Marg, Lower Parel (West), Mumbai - 400 013, India

p : + 91 22 4474 3400 | email: query@nangia.com | website: www.nangia.com

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ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF DMI FINANCE PRIVATE LIMITED

Based on our audit and on the consideration of the reports of the other auditors on the separate financial statements and other financial information of the subsidiary companies and joint venture incorporated in India, as noted in the 'Other Matters' paragraph, we state that:

- (xxi) According to the information and explanations given to us and based on the Companies (Auditors Report) Order, 2020 (CARO) issued for the Holding Company, its subsidiaries and joint venture included in the consolidated financial statements of the Company, there are no qualifications or adverse remarks by the respective auditors in their reports on Companies (Auditors Report) Order, 2020 except for the following where the respective auditor have reported unfavorable or adverse remarks in their audit reports:

Sr. No.	Name	CIN	Subsidiary/ Joint Venture	Clause No. of CARO report
1.	DMI Capital Private Limited	U67120DL2013PTC252176	Subsidiary	Paragraph 3 clause (xvii) and (xx)
2.	Appnit Technologies Private Limited	U72900UP2014PTC063266	Subsidiary	Paragraph 3 clause (xvii)
3.	Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited)	U62091DL2016PTC306694	Subsidiary	Paragraph 3 clause (xvii)
4.	DMI Strategic Advisors Private Limited	U70200DL2025PTC452458	Subsidiary	NA
5.	DMI Ampverse Private Limited	U82300DL2023PTC411149	Joint Venture	Paragraph 3 clause (xvii)

For Nangia & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069

Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788HLLAVZ5332

Place: Mumbai

Date: May 15, 2026

Registered Office: B-27 Soami Nagar, New Delhi - 110017, India

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CHARTERED ACCOUNTANTS

ANNEXURE 2" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF DMI FINANCE PRIVATE LIMITED

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of DMI Finance Private Limited) on the Consolidated Financial Statements for the year ended March 31, 2026]

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

To
The Members of
DMI Finance Private Limited

In conjunction with our audit of the Consolidated Financial Statements of the DMI Finance Private Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2026, We have audited the internal financial controls with reference to Consolidated Financial Statement of the Holding Company and its Subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and joint venture which are incorporated in India, as of that date.

Responsibility of Management and the Those Charged with Governance for Internal Financial Controls

The respective Management and the Board of Directors of the Holding Company, its subsidiary Companies and its joint venture, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting with reference to Consolidated Financial Statement criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting with reference to Consolidated Financial Statement of the Holding company, its subsidiary companies and its joint venture, which are incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statement were established and maintained and if such controls operated efficiently in all material respects.

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CHARTERED ACCOUNTANTS

Auditors' Responsibility (Continued)

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to Consolidated Financial Statement and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to Consolidated Financial Statement included obtaining an understanding of internal financial controls over financial reporting assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors of the subsidiaries and joint venture which are companies incorporated in India, in terms of their report referred to in the "other matter" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to Consolidated Financial Statement.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting with reference to Consolidated Financial Statement is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to Consolidated Financial Statement includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to Consolidated Financial Statement, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statement to future periods are subject to the risk that the internal financial control over financial reporting with reference to Consolidated Financial Statement may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, 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 referred to in the Other Matters paragraph below, the Holding Company, its subsidiary and joint venture which are companies incorporated in India have, maintained in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting with reference to Consolidated Financial Statement were operating effectively as at March 31, 2026 based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

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NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Other matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, in so far as it relates to these 4 subsidiaries and 1 joint venture, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For **Nangia & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 002391C/N500069



Jaspreet Singh Bedi

Partner

Membership Number: 601788

UDIN: 26601788HLLAVZ5332

Place: Mumbai

Date: May 15, 2026

Registered Office: B-27 Soami Nagar, New Delhi - 110017, India

Corporate Office: 4th Floor, Iconic Tower, Urmi Estate, 95 Ganpatrao Kadam Marg, Lower Parel (West), Mumbai - 400 013, India

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

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

DMI Finance Private Limited
Consolidated Balance Sheet as at March 31, 2026
(All Amount in Rs. millions, unless otherwise stated)

	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Financial assets			
Cash and cash equivalents	4	10,382.15	9,098.99
Bank balance other than cash and cash equivalents	5	1,642.74	2,514.22
Trade receivables	6	307.23	99.93
Loans	7	71,343.16	75,367.31
Investments	8	7,528.69	21,770.30
Other financial assets	9	1,312.13	686.62
Total financial assets		92,516.10	1,09,537.37
Non-financial assets			
Current tax assets (net)	10	1,643.30	1,451.24
Deferred tax assets (net)	11	2,138.03	2,320.90
Property, plant and equipment	12	178.82	143.71
Intangible assets under development	13	5.57	3.71
Goodwill	14	331.63	331.63
Right of use assets	15	440.56	398.51
Other intangible assets	16	927.70	689.46
Other non-financial assets	17	472.55	409.36
Total non-financial assets		6,138.16	5,748.52
Assets held for sale	18	75.00	75.00
TOTAL ASSETS		98,729.26	1,15,360.89
LIABILITIES AND EQUITY			
LIABILITIES			
Financial liabilities			
Payables			
A) Trade payables	19 (a)		
(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	19 (b)		
(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	20		
Borrowings (other than debt securities)	21	5,945.67	9,267.30
Lease liabilities	22	19,173.28	34,664.21
Other financial liabilities	23	500.33	460.69
Total financial liabilities		629.88	496.14
Non financial liabilities		28,685.04	46,865.39
Provisions	24		
Other non-financial liabilities	25	235.28	186.30
Total non-financial liabilities		434.54	224.26
EQUITY		669.82	410.56
Equity share capital	26	7,426.32	7,426.32
Other equity	27	61,737.85	60,734.89
Equity attributable to equity shareholders of the company		69,164.17	68,161.21
Non Controlling Interest	28	210.23	(76.27)
Total Equity		69,374.40	68,084.94
TOTAL LIABILITIES AND EQUITY		98,729.26	1,15,360.89

Summary of Material accounting policies 3
The accompanying notes form an integral part of the consolidated financial statements

As per our attached report of even date

For Nangia & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 002391C/NS00069

Jagpreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivashish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Anandam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Adatia
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Nipendal Kochhar
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026

Reena Javara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMI Finance Private Limited
Consolidated Statement of profit and loss for the year ended March 31, 2026
(All Amount in Rs. millions, unless otherwise stated)

	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations			
Interest income	29	14,451.79	26,370.65
Fees and commission income	30	1,766.50	4,417.11
Net gain on fair value changes	31	1,126.48	874.15
Total revenue from operations		17,344.77	31,661.91
Other income	32	58.94	135.62
Total income		17,403.71	31,797.53
Expenses			
Finance costs	33	2,739.58	7,033.75
Fees and commission expense	34	1,145.34	2,743.50
Impairment on financial instruments	35	5,100.96	14,811.50
Employee benefits expense	36	2,321.30	2,108.81
Depreciation, amortization and impairment	37	269.24	201.15
Other expenses	38	5,072.31	5,135.98
Total expenses		16,648.73	32,034.69
Profit/(Loss) before tax		754.98	(237.16)
Tax expense:			
(1) Current tax	49	38.71	203.65
(2) Deferred tax (credit) / charge	49	200.82	(163.36)
Income tax expense		239.53	40.29
Net Profit/(Loss) for the year		515.45	(277.45)
Share of (Loss) of Joint venture, using equity method		(16.28)	(32.83)
Net Profit/(Loss) after Taxes and share of (Loss) of joint venture		499.17	(310.28)
Other comprehensive income			
a) Items that will not be reclassified to profit or loss			
(i) Re-measurement gains/(loss) on gratuity		15.37	(3.41)
(ii) Net gain/(loss) on fair value of investments through other comprehensive income		(86.61)	6.72
(iii) 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		(0.08)	-
(ii) Income tax relating to above item		0.02	-
Subtotal (b)		(0.06)	-
Other comprehensive income (a+b)		(53.37)	2.48
Total comprehensive income for the year		445.80	(307.80)
Profit/(loss) 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)
Earnings per equity share (face value of Rs. 10 per share)	39		
Basic (Rs.)		0.69	(0.42)
Diluted (Rs.)		0.68	(0.42)

Summary of Material accounting policies 3

The accompanying notes form an integral part of the consolidated financial statements

As per our attached report of even date

For Nangia & Co. LLP
Chartered Accountants
(CAI Firm Registration Number: 002391C/N500069)

Jaspreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivashish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Arindam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Adatia
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Reena Jayara
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026

Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMI Finance Private Limited
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
A Cash flow from operating activities:		
Profit/ (Loss) before tax	754.98	(237.16)
Adjustments for		
Depreciation, amortization and impairment	269.74	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	(5,751.07)
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/(decrease) 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"

3) For disclosure of investing and financing activities that do not require the use of cash and cash equivalents, refer note 47.

Summary of Material accounting policies

3

The accompanying notes form an integral part of the consolidated financial statements

As per our attached report of even date

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

Jaspreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivash Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Arindam Das
(Chief Executive Officer)

Place: New Delhi
Date: May 15, 2026

Pratik Adatia
(Chief Financial Officer)

Place: New Delhi
Date: May 15, 2026

Nipendar Kochhar
(Director)
DIN: 02201954

Place: New Delhi
Date: May 15, 2026

Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026



DMF Finance Private Limited
Consolidated Statement of Changes in Equity for the year ended March 31, 2026
 (All Amount in Rs. millions, unless otherwise stated)

A. Equity share capital (refer note 26)
 For the year ended 31 March 2026
 Equity shares of INR 10 each issued, subscribed and fully paid
 At 1 April 2025 74,26,32,159
 Issued Equity Share Capital due to prior period errors
 Reversed on 1 April 2025 7,426,32,169
 Issued Equity Share Capital (Note 26)
 Reduction and cancellation of partly paid up shares
 At 31 March 2026 74,26,32,165
 For the year ended 31 March 2025
 Equity shares of INR 10 each issued, subscribed and fully paid
 At 1 April 2024 79,81,80,008
 Change in Equity Share Capital due to prior period errors
 Reversed balance on 1 April 2024 7,426,32,169
 Issued Equity Share Capital (Note 26)
 Reduction and cancellation of partly paid up shares
 At 31 March 2025 74,26,32,159

A. Other equity (refer note 27)

Particulars	Statutory reserve as per Companies Act, 2013	Securities premium	Share based payment outstanding reserve	Share warrant outstanding reserve	Share warrant received on share warrants	Retained earnings	Revaluation surplus	Other Comprehensive Income	Attributable to owners of the company	Non-controlling interests	Share application money pending allotment	Total other equity
Balance as on April 01, 2024	2,271.33	46,51,446	501.65	180.93	81.21	9,977.52	1,047.77	51.97	60,658.84	23.10	1.86	60,881.78
Profit for the year	10.62	-	-	-	-	(144.77)	-	5.31	(144.77)	-	-	2.48
Transfer to special reserve	-	-	-	-	-	(15.62)	-	-	274.58	-	-	274.58
Net additions to share options during the year	-	-	274.58	-	-	(15.62)	-	-	(2.58)	-	-	(2.58)
Share options exercised during the year	-	-	(2.58)	-	-	-	-	-	-	-	-	-
Share allotment from upfront money received in previous year	-	-	-	-	-	-	-	-	-	-	-	-
Share warrants granted during the year	-	-	-	-	-	-	-	-	85.08	-	-	85.08
Share warrants exercised during the year	-	-	-	-	-	-	-	-	11.26	-	-	11.26
Premium on issue of equity shares	-	11.26	-	-	-	-	-	-	-	-	-	-
Premium on issue of equity shares in acquisition of Gimmat Technology Pvt Ltd	-	-	-	-	-	-	-	-	-	-	-	-
Profit/(loss) attributable to the non-controlling interests	-	-	-	-	-	-	-	-	-	(85.51)	-	(85.51)
Balance as on March 31, 2025	2,281.95	46,572.72	773.65	180.93	81.21	9,721.13	538.14	53.00	60,744.89	(76.72)	-	60,568.17
Profit for the year	-	-	-	-	-	538.14	-	-	538.14	0.35	-	538.49
Other Comprehensive Income for the year (net of tax)	-	-	-	-	-	(213.11)	-	(84.17)	(83.32)	-	-	(167.43)
Transfer to special reserve	-	-	-	-	-	-	-	-	167.79	-	-	167.79
Net additions to share options during the year	-	-	167.79	-	-	(26.98)	-	-	-	-	-	-
Share options exercised during the year	-	-	(26.98)	-	-	-	-	-	-	-	-	-
Share allotment from upfront money received in previous year	-	-	-	-	-	-	-	-	-	-	-	-
Share warrants granted during the year	-	-	-	-	-	-	-	-	35.20	-	-	35.20
Share warrants exercised during the year	-	-	-	-	-	-	-	-	(7.16)	-	-	(7.16)
Premium on issue of equity shares	-	-	-	-	-	-	-	-	-	-	-	-
Premium on issue of equity shares in acquisition of Gimmat Technology Pvt Ltd	-	-	-	-	-	-	-	-	-	-	-	-
Profit/(loss) attributable to the non-controlling interests	-	-	-	-	-	817.01	-	-	317.01	3.05	-	320.06
Balance as on March 31, 2026	2,281.95	46,572.72	914.46	180.93	81.21	10,931.15	35.52	(1.97)	61,277.85	(88.92)	-	61,188.93

Summary of Material Accounting Policies
 The accompanying notes form an integral part of the consolidated financial statements.
 As per our attached report of even date

For Nangia & Co. LLP
 Chartered Accountants
 KCA Firm Registration Number: 002292 (U-1500009)
 Jyoti Singh
 Member
 Mumbai
 Date: May 15, 2026

For and on behalf of the Board of Directors of DMF Finance Private Limited
 CMC, Udyog Vihar, Gurgaon (Haryana)
 DIN: 008218460
 Place: New Delhi
 Date: May 15, 2026
For and on behalf of the Board of Directors of Nangia & Co. LLP
 Chartered Accountants
 KCA Firm Registration Number: 002292 (U-1500009)
 Jyoti Singh
 Member
 Mumbai
 Date: May 15, 2026



DMI Finance Private Limited
Notes to the consolidated financial statements for the year ended March 31, 2026

1 Corporate Information

DMI Finance Private Limited (the "Holding Company") is a private limited company incorporated on September 02, 2008 under the provisions of Companies Act, 1956, duly subsisting under Companies Act, 2013, having Corporate Identification Number (CIN) U64990DL2008PTC182749.

The Holding Company is registered as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) under Middle Layer in accordance with the RBI Regulations vide Registration No. N-14.03176 dated January 05, 2009. Further, the Non-Convertible Debentures (NCDs) of the Holding Company are listed on the BSE Limited. The Holding Company together with its subsidiaries will be hereinafter collectively referred to as the "Group".

The registered office of the Holding Company is located at Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110002.

2 Basis of preparation of Financial Statements

a) Statement of compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed in the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act, the updated Master Direction – Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 as amended from time to time and other applicable RBI circulars/notifications.

The consolidated financial statements have been prepared on an accrual basis as a going concern and under the historical cost convention except for the assets and liabilities measured at fair value as follows:

- certain financial assets and liabilities and contingent consideration is measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value; and
- share-based payments – measured at fair value.

These consolidated financial statements were authorized for issue by the Holding Company's Board of Directors on May 15, 2026.

b) Presentation of financial statements

The Group presents its Consolidated Balance Sheet in order of liquidity. The Group prepares and presents its Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Statement of Changes in Equity in the format prescribed by Division III of Schedule III to the Act. The Consolidated Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'. Financial assets and financial liabilities are generally reported gross in the Consolidated Balance Sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the Companies in the group and/or its counterparties.

c) Functional & Presentation Currency

The consolidated financial statements are presented in Indian Rupees (INR), which is also the functional currency of the group, in denomination of millions with rounding off to two decimals as permitted by Schedule III to the Act except where otherwise indicated.

d) Principles of Consolidation

(i) Subsidiaries

The Group controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Holding Company and ceases to be consolidated when the Holding Company loses control of the subsidiary. Fully consolidated means recognition of like items of assets, liabilities, equity, income and expense. Thereafter the portion of net profit or loss and equity is segregated between the Holding Company's share and share of non-controlling stakeholders.

Inter-company transactions, balances and unrealised gains on transactions between the Group companies are eliminated. Unrealised losses are also eliminated if there is a profit on ultimate sale of goods. When necessary, amounts reported by subsidiaries have been adjusted to conform to the Group's accounting policies.

(ii) Investment in Joint Venture

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

The Group's investment in joint venture are accounted using the equity method as per Ind AS-28 'Investment in Associates and Joint Ventures'. Under equity method of accounting, the investments are initially recorded at cost and adjusted thereafter to recognise the Company' share of post-acquisition profit and loss, and the Company' share of other comprehensive income. Unrealised gains on transactions between the Company and its joint venture are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated if there is a profit on ultimate sale of goods.

At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the carrying amount is tested for impairment by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount and impairment, if any, is recognised as 'Share of profit/(loss) in joint venture in the Consolidated statement of profit and loss.

iii) The consolidated financial statements include results of the following subsidiaries and joint venture of the Holding Company, consolidated in accordance with Ind AS 110 'Consolidated Financial Statements'.

Name of the Company	Country of Incorporation	Proportion of ownership as at		Consolidated as
		As at March 31, 2026	As at March 31, 2025	
Appnit Technologies Private Limited	India	95.77%	95.77%	Subsidiary
DMI Capital Private Limited	India	100.00%	100.00%	Subsidiary
Glimmer Technologies Private Limited (Formerly known as DMI Infotech Solutions Private Limited), (w.e.f 26 Aug 2024)	India	71.92%	97.14%	Subsidiary
DMI Strategic Advisors Private Limited (w.e.f 31 July 2025)	India	100.00%	NA	Subsidiary
Ampverse DMI Private Limited	India	49.00%	49.00%	Joint venture

Figures for preparation of consolidated financial statements have been derived from the audited standalone financial statements of the respective companies in the Group.



e) Use of estimates, judgements and assumptions

The preparation of consolidated financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised. Although these estimates are based on the management's best knowledge of Current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

In particular, information about material areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most material effects on the amounts recognized in the consolidated financial statements is included in the following notes:

i. Effective Interest Rate ('EIR') method

The Group's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

Previously, the effective interest rate was amortized on a straight line basis over weighted average tenure of the loans. With effect from October 2025, the Holding company has improvised amortization for each loan on the time-proportionate principal outstanding exposure, ensuring improved precision in financial reporting.

ii. Impairment of financial assets

The measurement of impairment losses across all categories of financial assets requires judgement of the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by several factors changes in which can result in different levels of allowances.

It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

iii. Business Model Assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principle and Interest ('SPPI') and the business model test. The Group determines the business model at a level that reflects how Group's financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

iv. Fair value measurement of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principle (or most advantageous) market at the measurement date under current market conditions (i.e. the exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow ("DCF") model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v. Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vi. Contingent liabilities and assets

Contingent liabilities

The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements. Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will not be required to settle the obligation.
- A present obligation arising from past events, when no reliable estimate is possible.
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and amount of cash outflow can be reliably estimated.

Contingent liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

Contingent assets

Contingent assets are not recognised. A contingent asset is disclosed, as required by Ind AS 37, where an inflow of economic benefits is probable.

vii. Defined employee benefit assets and liabilities

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

viii. Recognition of deferred tax assets

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses, if any, can be utilised. Accordingly, the Group exercises its judgment to reassess the carrying amount of deferred tax assets at the end of each reporting period.

ix. Lease - Estimating the incremental borrowing rate

The Group uses its incremental borrowing rate (IBR) to record lease liabilities. The IBR is the rate of interest that the Group would have to pay to for its incremental borrowings.



3.1 Summary of material accounting policies

A) Recognition of Income

i. Interest income

Interest income is recorded using the effective interest rate ('EIR') method for all financial instruments measured at amortised cost, debt instruments measured at fair value through other comprehensive income ('FVTOCI') and debt instruments designated at fair value through profit and loss ('FVPTL').

The EIR (and therefore, the amortised cost of the assets) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter year, where appropriate, to the gross carrying amount of the financial asset. The calculation of the effective interest rate takes into account all contractual terms of the financial instrument (for example, prepayment options) and includes transaction costs and fees that are an integral part of the contract but not future credit losses. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets, other than credit-impaired assets under stage 3. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Group calculates the interest to the extent recoverable. If the financial assets cures and is no longer credit-impaired, the Group reverts to calculating interest income.

Delayed payment interest (penal interest and the like) levied on customers for delay in repayments/non-payment of contractual cashflows is recognised on realisation.

ii. Income other than interest

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 - "Revenue from contracts with customers" outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within ASs.

a. Fee and commission income

All other financial charges such as late payment fee, legal charges, collection charges etc are recognized on receipt basis. These charges are treated to accrue on realization, due the uncertainty of their realization.

Servicing and collection fees on assignment and securitization transactions are recognised upon completion of service in accordance with the terms of relevant contract/agreements.

b. Net gain/loss on fair value changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Group on the balance sheet date is recognised as an unrealised gain/loss. In cases there is a net gain in the aggregate, the same is recognised in "Net gains on fair value changes" under Revenue from operations and if there is a net loss, the same is disclosed under "Net loss on fair value changes" in the Consolidated statement of profit and loss.

c. Other Income

Income on units of mutual funds is recognized as and when redeemed based on the Net Asset Value on redemption date. The Group also recognises gain on fair value change of mutual fund measured at FVTPL. All Other income is recognized on accrual basis of accounting principle.

B) Recognition of Expenses

i. Finance cost

Interest expense includes issue costs that are initially recognized as part of the carrying value of the financial liability and amortized over the expected life using the effective interest method. These include fees and commissions payable to arrangers and other expenses such as external legal costs, provided these are incremental costs that are directly related to the issue of a financial liability.

ii. Fees and commission expense

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges, guarantee fees under guarantee scheme and fees for management of portfolio etc. are recognised in the Consolidated Statement of Profit and Loss on an accrual basis.

iii. Employee benefit expenses - Share based payments

The Group operates an equity settled share-based payment arrangement for its own employees as well as employees of its subsidiaries. The Group determines the fair value of the employee stock options on the grant date using the Black-Scholes model. The total cost of the share option is accounted for on a straight-line basis over the vesting period of the grant. The cost attributable to the services rendered by the employees of the Group is recognised as employee benefits expenses in the Consolidated Statement of Profit and Loss and that pertaining to employees of subsidiaries is recovered from subsidiaries.

iv. Other expenses

Expenses are recognised on accrual basis inclusive of goods and services tax for which input credit is not statutorily permitted.

C) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial Assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset except the following:

- Financial assets, with the exception of loans and advances to customers, are initially recognised on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument.
- Loans and advances to customers are recognised when funds are disbursed to the customers.

The classification of financial instruments at initial recognition depends on their purpose and characteristics and the management's intention when acquiring them.



ii. **Classification and subsequent measurement**

For the purpose of subsequent measurement, financial assets are classified in three categories:

- Debt instrument at amortised cost
- Debt instrument at fair value through other comprehensive income (FVTOCI)
- Debt instrument and equity instruments at fair value through profit or loss (FVTPL)

The classification depends on the contractual terms of the cash flows of the financial assets, the Group's business model for managing financial assets and, in case of equity instruments and the intention of the Group whether strategic or non-strategic. The said classification methodology is detailed below:

Business model: The business model reflects how the Group manages the assets in order to generate cash flows. That is, where the Group's objective is solely to collect the contractual cash flows from the assets, the same is measured at amortized cost or where the Group's objective is to collect both the contractual cash flows and cash flows arising from the sale of assets, the same is measured at fair value through other comprehensive income (FVTOCI). If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'other' business model and measured at FVTPL.

SPPI Assessment: The Group assesses the contractual terms of the financial assets to identify whether they meet the SPPI test. In making this assessment, the Group considers whether the contractual cash flows represent sole payments of principal and interest which means that whether the cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Principal for the purpose of this test refers to the fair value of the financial asset at initial recognition.

• **Debt instruments at amortised costs**

A debt instrument is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the consolidated statement of profit and loss. The losses arising from impairment are recognised in the consolidated statement of profit and loss.

• **Debt instruments at FVTOCI**

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the consolidated statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to consolidated P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

• **Debt instruments at FVTPL**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the consolidated P&L.

iii. **Derecognition**

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in consolidated P&L if such gain or loss would have otherwise been recognised in consolidated P&L on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in consolidated P&L if such gain or loss would have otherwise been recognised in consolidated P&L on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

iv. **Impairment of financial assets**

• **Overview of the impairment principles ('ECL')**

In accordance with Ind AS 109, the Group is required to measure expected credit losses on its financial instruments designated at amortized cost and fair value through other comprehensive income. Accordingly, the Group is required to determine lifetime losses on financial instruments where credit risk has increased materially since its origination. For other instruments, the Group is required to recognize credit losses over next 12 month period. The Group has an option to determine such losses on individual basis or collectively depending upon the nature of underlying portfolio. The Group has a process to assess credit risk of all exposures at each year end as follows:

Stage I

These represent exposures where there has not been a material increase in credit risk since initial recognition or that has low credit risk at the reporting date. The Group has assessed that all standard exposures (i.e. exposures with no overdue) and exposure upto 30 day overdues fall under this category. In accordance with Ind AS 109, the Group measures ECL on such assets over next 12 months.

Stage II

Financial instruments that have had a material increase in credit risk since initial recognition are classified under this stage. Based on empirical evidence, material increase in credit risk is witnessed after the overdues on an exposure exceed for a period more than 30 days. Accordingly, the Group classifies all exposures with overdues exceeding 30 days at each reporting date under this Stage. The Group measures lifetime ECL on stage II loans.

Stage III

All exposures having overdue balances for a period exceeding 90 days are considered to be defaults and are classified under this stage. Accordingly, the Group measures lifetime losses on such exposure.

When estimating ECL on a collective basis for a group of similar assets, the Group applies the same principles for assessing whether there has been a material increase in credit risk since initial recognition.



DMI Finance Private Limited
Notes to the consolidated financial statements for the year ended March 31, 2026

• **The calculation of ECLs**

The mechanics of the ECL calculation involve the use of following key elements:

Probability of default (PD) - The probability of default is an estimate of the likelihood of default over a given time horizon (12-month or lifetime, depending upon the stage of the asset). PD estimation is done based on historical internal data available with the Group.

Exposure at default (EAD) - It represents an estimate of the exposure of the Group at a future date after considering repayments by the counterparty before the default event occurs. The outstanding balance as at reporting date is considered as EAD by the Group. Considering the PD determined above factors in amount at default, there is no separate requirement to estimate EAD.

Loss given default (LGD) - It represents an estimate of the loss expected to be incurred when the event of default occurs. The Group uses historical loss data/external agency LGD for identified pools for the purpose of calculating LGD.

Macroeconomic Value (MEV) - It represents the impact of macroeconomic factors and economic conditions on financial performance and credit risk.

The Group has incorporated relevant macroeconomic variables and economic forecasts in its assessment of ECL to reflect the impact of anticipated economic conditions on the credit quality of the portfolio.

• **Definition of Default and cure**

The Group considers a financial instrument as defaulted and classifies it as Stage III (credit-impaired) for ECL calculations typically when the borrower becomes 90 days past due on contractual payments. The Group may also classify a loan in Stage III if there is material deterioration in the financial condition of the borrower or an assessment that adverse market conditions may have a disproportionately detrimental effect on the loan repayment. Thus, as a part of the qualitative assessment of whether an instrument is in default, the Group also considers a variety of instances that may indicate delay in or non-repayment of the loan. When such events occur, the Group carefully considers whether the event should result in treating the borrower as defaulted and therefore assessed as Stage III for ECL calculations or whether Stage II is appropriate.

Classification of accounts into Stage II is done when there is a material increase in credit risk since initial recognition, typically when contractual repayments are more than 30 days past due.

It is the Group's policy to consider a financial instrument as 'cured' and therefore re-classified out of Stage III or Stage II when none of the default criteria which resulted in their downgrade are present.

• **Forward looking information**

While estimating the expected credit losses, the Group reviews macro-economic developments occurring in the economy and market it operates in. On a periodic basis, the Group analyses if there is any relationship between key economic trends like GDP, Unemployment rates, Benchmark rates set by the Reserve Bank of India, inflation etc. with the estimate of PD, LGD determined by the Group based on its internal data. While the internal estimates of PD, LGD rates by the Group may not be always reflective of such relationships, temporary overlays are embedded in the methodology to reflect such macro-economic trends reasonably.

• **Collateral repossessed**

The Group's policy is to sell repossessed assets. Asset held for sale at fair value less cost to sell or principal outstanding whichever is less at repossession date.

• **Write-offs**

Financial assets are written off either partially or in their entirety only when the Group has no reasonable expectation of recovery. If the amount to be written off is greater than the accumulated loss allowance, the difference recorded as an expense in the period of write off. Any subsequent recoveries are credited to impairment on financial instrument on consolidated statement of profit and loss.

b. Equity Investments and Mutual funds

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as held at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Consolidated statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

c. Financial Liabilities

i. Initial recognition and measurement

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is designated as on initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in the consolidated statement of profit and loss. Any gain or loss on derecognition is also recognised in consolidated statement of profit and loss.

The Group's financial liabilities include loans, debentures and borrowings including bank overdrafts and trade & other payables.

ii. Loans, Debenture and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in consolidated profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Consolidated statement of profit and loss.

iii. Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

iv. Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Group are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised.



v. Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the consolidated profit and loss.

vi Reclassification of financial assets and liabilities

The Group doesn't reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Group acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

D) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is material to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is material to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is material to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is material to the fair value measurement as a whole) at the end of each reporting year.

E) Leases

i. Group as a lessee:

The Group's lease asset classes primarily consist of leases for land and buildings. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- The contract involves the use of an identified asset
- The Group has substantially all the economic benefits from use of the asset through the period of the lease and
- The Group has the right to direct the use of the asset

ii. Measurement and recognition:

At lease commencement date, the Group recognises a right-of-use asset and a lease liability in the consolidated balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist. At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of use asset, or consolidated profit and loss if the right-of-use asset is already reduced to zero.

Short term Lease:

The Group has elected not to recognise right of use asset and lease liabilities for short term leases of property that has lease term of less than 12 months. The Group recognises lease payment associated with these leases as an expense on a straight-line basis over lease term.

iii. Group as a lessor:

As a lessor the Group classifies its leases as either operating or finance leases. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset, and classified as an operating lease if it does not.

F) Property, plant and equipment

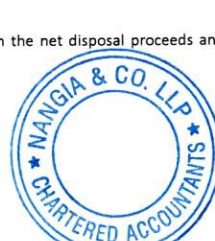
Property, plant and equipment are stated at acquisition cost (including incidental expenses directly attributable to bringing the asset to its working condition for its intended use) less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, non-refundable taxes or levies, borrowing costs if capitalization criteria are met and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to PPE is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of property, plant and equipment and any material part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss when the asset is derecognised.

G) Intangible Assets

Intangible Assets are recognized only if it is probable that the future economic benefits that are attributable to assets will flow to the enterprise and the cost of the assets can be measured reliably. Computer software which is not an integral part of the related hardware is classified as an intangible asset. Intangible assets are measured and recorded at cost and carried at cost less accumulated amortization and accumulated impairment losses, if any.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit and loss when the asset is derecognized.



H) Depreciation and amortization

Depreciation

Depreciation on property, plant and equipment's is calculated on written down value (WDV) basis. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as under:

Particulars	Useful Life (years)
Furniture and Fixtures	10
Vehicle	8
Computer, printers	3-6
Office Equipment	5

Leasehold improvements and allied office equipment's are amortized on a straight-line basis over useful life estimated by management.

Salvage Value of the assets has been taken five percent of Original Cost (except intangible assets) as prescribed in Schedule II.

Depreciation on assets acquired/ sold during the period is recognized on a pro-rata basis to the Consolidated statement of profit and loss from/ upto the date of acquisition/ sale.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial period end and adjusted prospectively, if appropriate.

Amortization

Intangible assets are amortized on a straight line basis over the estimated useful economic life as determined by management. The Group estimates that useful life of an intangible asset will not exceed five years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an intangible asset exceeds five years, the Group amortizes the intangible asset over the best estimate of its useful life. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is materially different from previous estimates, the amortization period is changed accordingly.

I) Employee benefits

The Group provides employment benefits through various defined contribution and defined benefit plans. Employee benefits include Provident Fund, Leave Encashment, Gratuity and Bonus.

i. Defined contribution plan

The Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

ii. Defined benefit plan

The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit Method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the consolidated balance sheet with a corresponding debit or credit to retained earnings through OCI in the year in which they occur. Remeasurements are not reclassified to consolidated profit and loss in subsequent years.

Past service costs are recognised in Consolidated statement of profit and loss on the earlier of: The date of the plan amendment or curtailment, and the date that the Group recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and Net interest expense or income.

iii. Compensated absences

Entitlements to annual leave are recognized when they accrue to the employees. Leave entitlements can be availed while in service of employment subject to restriction on the maximum number of accumulations. The Group determines the liability for such accumulated leave entitlements on the basis of actuarial valuation carried out by an independent actuary at the Year end.

J) Taxes

Tax expense comprises current and deferred tax.

Current tax

Current tax is recognised based on tax rates and tax laws enacted, or substantively enacted, at the reporting date and on any adjustment to tax payable in respect of previous years. It is recognised in the consolidated statement of profit and loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is recognised in the same statement as the related item appears.

Deferred tax

Deferred tax is recognised for temporary differences between the accounting base of assets and liabilities in the Consolidated Balance Sheet, and their tax bases. Deferred tax is calculated using the tax rates expected to apply in the periods in which the assets will be realised or the liabilities settled. The carrying amount of deferred tax assets is reviewed at each reporting date by the Group and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Deferred tax assets and deferred tax liabilities are offset basis the criteria given under Ind AS 12 'Income Taxes'.

K) Share based payments

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity settled share based payments is expensed on a straight line basis over the vesting year, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the Consolidated Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.



DMI Finance Private Limited
Notes to the consolidated financial statements for the year ended March 31, 2026

L) Earning per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity shareholders of the group (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as shared based payments, bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the group and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

M) Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to immaterial risk of changes in value. In the consolidated balance sheet, any bank overdrafts, if applicable, are included as a component of borrowings.

N) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Group's primary business segments are reflected based on the principal business carried out, i.e. lending activities as Non-Banking Finance Company (NBFC) regulated by the Reserve Bank of India ('RBI'). The risk and returns of the business of the Group is not associated with geographical segmentation, hence there is no secondary segment.

O) Interest in Subsidiaries and Joint venture entities

Investment in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down value immediately to its recoverable amount. On disposal of investment in subsidiaries or the loss of material influence over jointly controlled entities, the difference between net disposal proceeds and the carrying amounts are recognised in the consolidated statement of profit and loss.

3.2 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

In August 2025, MCA notified the following amendments to Ind AS 1, Presentation of Financial Statements, applicable w.e.f April 1, 2025 - The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Group has no impact of these amendments in its classification criteria of current and non-current liabilities.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

4 Cash and cash equivalents

	As at March 31, 2026	As at March 31, 2025
Cash on hand	0.05	0.13
Balance with banks		
- balance in current accounts and overdraft accounts	9,882.10	8,673.51
Deposits with original maturity of 3 months or less	500.00	425.35
	10,382.15	9,098.99

5 Bank balance other than cash and cash equivalents

Deposit with original maturity of more than 3 months*	1,642.74	2,514.22
	1,642.74	2,514.22

*Deposits being lien marked against corporate credit cards, overdraft, cash credit, WCDL accounts and pledged for PTC borrowings as external credit enhancement

6 Trade receivables

Considered good - Unsecured	307.23	99.93
Considered good - Secured	-	-
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	-	-
	307.23	99.93
Less: Impairment loss allowance	-	-
Total	307.23	99.93

Trade receivables from related parties (see note 42)

Trade receivables ageing schedule

As at 31 March 2026

Particulars	less than 6 Months	6 months- 1 year	1 -2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables - considered good	301.13	5.06	-	-	1.04	307.23
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-
	301.13	5.06	-	-	1.04	307.23

As at 31 March 2025

Particulars	less than 6 Months	6 months- 1 year	1 -2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables - considered good	96.07	-	-	-	3.86	99.93
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-
	96.07	-	-	-	3.86	99.93

Note: The ageing of trade receivables has been determined from the transaction date



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

7 Loans

(A) Term loans

Corporate loans
Consumer loans
Loans to related parties
Total (A) Gross
Less: Impairment loss allowance
Total (A) Net

As at March 31, 2026			As at March 31, 2025		
Amortised cost	Fair value through other comprehensive income	Total	Amortised cost	Fair value through other comprehensive income	Total
2,681.74	59.09	2,740.83	3,786.55	72.33	3,858.88
73,231.68	-	73,231.68	77,423.34	-	77,423.34
86.06	-	86.06	-	-	-
75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
71,295.89	47.27	71,343.16	75,305.08	62.23	75,367.31

(B)

Secured by tangible assets and intangible assets
Unsecured
Total (B) Gross
Less: Impairment loss allowance
Total (B) Net

21,244.89	59.09	21,303.98	19,021.07	72.33	19,093.40
54,754.59	-	54,754.59	62,188.82	-	62,188.82
75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
71,295.89	47.27	71,343.16	75,305.08	62.23	75,367.31

(C) Sector

Public sector
Others
Total (C) Gross
Less: Impairment loss allowance
Total (C) Net

-	-	-	-	-	-
75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
71,295.89	47.27	71,343.16	75,305.08	62.23	75,367.31

(D)

In India
Outside India
Total (D) Gross
Less: Impairment loss allowance
Total (D) Net

75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
-	-	-	-	-	-
75,999.48	59.09	76,058.57	81,209.89	72.33	81,282.22
4,703.59	11.82	4,715.41	5,904.81	10.10	5,914.91
71,295.89	47.27	71,343.16	75,305.08	62.23	75,367.31

Notes:

- Loans are non-derivative financial assets which generate a fixed or variable interest income for the Group. The carrying value may be affected by changes in the credit risk of the counterparties.
- Secured Loans granted by the Holding Company are secured by equitable mortgage/registered mortgage of the property and/or undertaking to create a security and/or personal guarantees and/or hypothecation of assets and/or receivables and/or pledge of shares/debenture units and other securities.
- Corporate loan portfolio includes non-convertible debentures of Rs. 463.42 millions (previous year: Rs. 830.61 millions)
- There is no loan given to key managerial personnel (KMP).



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

7.1 Impairment allowance for loans and advances to borrowers

Summary of loans by stage distribution is as follows:

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Consumer loans	71,470.66	1,215.67	545.35	73,231.68	73,013.04	3,741.18	669.12	77,423.34
Gross carrying amount	2,503.36	822.97	500.81	3,827.14	2,073.63	2,350.74	511.74	4,936.11
Less: Impairment loss allowance	68,967.30	392.70	44.54	69,404.54	70,939.41	1,390.44	157.38	72,487.23
Net carrying amount								

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Corporate loans	371.79	-	2,369.04	2,740.83	692.84	776.56	2,389.48	3,858.88
Gross carrying amount	3.98	-	883.43	887.41	12.72	175.73	790.35	978.80
Less: Impairment loss allowance	367.81	-	1,485.61	1,853.42	680.12	600.83	1,599.13	2,880.08
Net carrying amount								

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Loans to related parties	86.06	-	-	86.06	-	-	-	-
Gross carrying amount	0.86	-	-	0.86	-	-	-	-
Less: Impairment loss allowance	85.20	-	-	85.20	-	-	-	-
Net carrying amount								

Summary of credit substitutes by stage distribution is as follows:

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Credit substitutes	-	-	807.16	807.16	-	-	807.16	807.16
Gross carrying amount	-	-	411.02	411.02	-	-	403.57	403.57
Less: Impairment loss allowance	-	-	396.14	396.14	-	-	403.59	403.59
Net carrying amount								

An analysis of changes in the gross carrying amount in relation to consumer and corporate lending (except credit substitutes) is, as follows:

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Consumer loans	73,013.04	3,741.18	669.12	77,423.34	1,14,118.34	3,075.86	306.20	1,17,500.40
Gross carrying amount opening balance	(487.60)	(3,164.57)	(539.50)	(4,191.66)	(36,389.27)	(3,319.84)	(367.95)	(40,777.06)
New Assets originated, Netted off for repayments and loans derecognised during the year	(1,072.39)	698.24	374.15	-	(4,759.32)	4,069.59	689.73	-
Transfers from Stage 1	15.97	(59.22)	43.25	-	39.55	(86.62)	47.07	-
Transfers from Stage 2	1.63	0.04	(1.67)	-	3.74	2.19	(5.93)	-
Transfers from Stage 3	71,470.66	1,215.67	545.35	73,231.68	73,013.04	3,741.18	669.12	77,423.34
Gross carrying amount closing balance								

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Corporate loans	692.84	776.56	2,389.48	3,858.88	2,501.04	883.86	2,112.90	5,497.80
Gross carrying amount opening balance	(321.05)	(1,564.23)	767.23	(1,118.05)	(1,031.64)	(316.58)	(290.70)	(1,638.92)
New Assets originated, Netted off for repayments and loans derecognised during the year	-	-	-	-	(776.56)	776.56	-	-
Transfers from Stage 1	-	787.67	(787.67)	-	-	(567.28)	567.28	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	371.79	-	2,369.04	2,740.83	692.84	776.56	2,389.48	3,858.88
Gross carrying amount closing balance								

	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Loans to related parties	-	-	-	-	-	-	-	-
Gross carrying amount opening balance	86.06	-	-	86.06	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised during the year	-	-	-	-	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	86.06	-	-	86.06	-	-	-	-
Gross carrying amount closing balance								

An analysis of changes in the gross carrying amount of Investments in relation to Credit Substitutes is, as follows:

Particulars	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	-	-	807.16	807.16	-	-	807.16	807.16
New Assets originated, Netted off for repayments and loans derecognised during the year	-	-	-	-	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	807.16	807.16	-	-	807.16	807.16
Gross carrying amount closing balance								



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

An analysis of changes in the ECL allowances in relation to consumer and corporate lending (except Credit Substitutes) is, as follows:

Consumer loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Expected credit loss allowance opening balance	2,073.63	2,350.74	511.74	4,936.11	1,795.57	1,628.45	228.80	3,652.82
Change in ECL due to change in ECL model rate	483.75	181.92	102.73	768.40	1,351.69	304.25	5.38	1,661.32
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	761.65	(2,142.12)	(496.90)	(1,877.37)	2,009.79	(2,103.35)	(284.47)	(378.03)
Transfers from Stage 1	(816.29)	472.69	343.60	-	(3,084.61)	2,557.10	527.51	-
Transfers from Stage 2	0.56	(40.28)	39.72	-	1.09	(37.09)	36.00	-
Transfers from Stage 3	0.06	0.02	(0.08)	-	0.10	1.38	(1.48)	-
Expected credit loss allowance closing balance	2,503.36	822.97	500.81	3,827.14	2,073.63	2,350.74	511.74	4,936.11

Corporate loans	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Expected credit loss allowance opening balance	12.72	175.73	790.35	978.80	132.64	111.32	661.56	905.52
Change in ECL due to change in ECL model rate	-	-	12.61	12.61	1.65	-	177.41	179.06
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	166.99	(96.48)	(174.51)	(104.00)	54.16	(32.07)	(127.87)	(105.78)
Transfers from Stage 1	(175.73)	-	175.73	-	(175.73)	175.73	-	-
Transfers from Stage 2	-	(79.25)	79.25	-	-	(79.25)	79.25	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	3.98	-	883.43	887.41	12.72	175.73	790.35	978.80

Loans to related parties	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Expected credit loss allowance opening balance	-	-	-	-	-	-	-	-
Change in ECL due to change in ECL model rate	-	-	-	-	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	0.86	-	-	0.86	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	0.86	-	-	0.86	-	-	-	-

An analysis of changes in the ECL allowances of Investment in relation to Credit Substitutes (refer note 8) is, as follows:

Credit Substitutes	March 31, 2026				March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Expected credit loss allowance opening balance	-	-	403.57	403.57	-	-	403.57	403.57
Change in ECL due to change in ECL model rate	-	-	7.45	7.45	-	-	-	-
New Assets originated, Netted off for repayments and loans derecognised/write offs during the year	-	-	-	-	-	-	-	-
Transfers from Stage 1	-	-	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Expected credit loss allowance closing balance	-	-	411.02	411.02	-	-	403.57	403.57

7.2 Collateral

In case of corporate term loans the Holding Company is in the business of extending secured loans mainly backed by mortgage of property (residential or commercial). In addition to the above mentioned collateral, the Holding Company holds other types of collateral and credit enhancements, such as cross-collateralisation on other assets of the borrower, share pledge, guarantees of parent/holding/group companies, personal guarantees of promoters/partners/proprietors, hypothecation of receivables via escrow account and others. Consumer secured loans are hypothecated by first and exclusive charge on the product financed by the Holding Company. In its normal course of business, the Holding Company does not physically repossess properties or other assets, but recovery efforts are made on delinquent loans through collection executives, along with legal means to recover due loan repayments. Once contractual loan repayments are more than 90 days past due, repossession of property may be initiated under the provisions of the SARFAESI Act 2002. Re-possessed property is disposed off in the manner prescribed in the SARFAESI Act 2002 to recover outstanding debt.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

8 Investments

As at March 31, 2026	Amortised cost	At fair value through profit and loss	At fair value through other comprehensive income	Subtotal	Others*	Total
(A) Equity instruments						
Equity shares in Alchemist Asset Reconstruction Company Limited	-	-	254.38	254.38	-	254.38
Subtotal	-	-	254.38	254.38	-	254.38
Preference shares						
Investments in Joint Venture						
Compulsorily convertible preference shares in Ampverse DMI Private Limited	-	-	-	-	160.44	160.44
Subtotal	-	-	-	-	160.44	160.44
Others						
Compulsory convertible preference shares in Alchemist Asset Reconstruction Company Limited	-	-	-	-	-	-
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	-	-	80.00	80.00	-	80.00
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	-	-	103.41	103.41	-	103.41
Subtotal	-	-	183.41	183.41	-	183.41
Mutual funds						
89,831.72 units of HDFC Liquid Fund - Direct Plan - Growth Option	-	485.98	-	485.98	-	485.98
Subtotal	-	485.98	-	485.98	-	485.98
Credit Substitutes						
805 units of Saha Estate Developer Private Limited of face value Rs 1,000,000 fully paid up	593.77	-	213.39	807.16	-	807.16
Subtotal	593.77	-	213.39	807.16	-	807.16
Investment in Corporate bonds	-	-	1,918.41	1,918.41	-	1,918.41
Investment in Treasury bills	-	-	739.96	739.96	-	739.96
Investment in Pass through certificates (Unquoted)	3,462.94	-	-	3,462.94	-	3,462.94
Other instruments						
Units of DMI AIF Special Opportunities Scheme	-	-	3.25	3.25	-	3.25
Subtotal	-	-	3.25	3.25	-	3.25
Total (A) Gross	4,056.71	485.98	3,312.80	7,855.49	160.44	8,015.93
Less: Impairment loss allowance	378.58	-	108.66	487.24	-	487.24
Total (A) Net	3,678.13	485.98	3,204.14	7,368.25	160.44	7,528.69
(B) Investments outside India						
Investments in India	4,056.71	485.98	3,312.80	7,855.49	160.44	8,015.93
Total (B) Gross	4,056.71	485.98	3,312.80	7,855.49	160.44	8,015.93
Less: Impairment loss allowance	378.58	-	108.66	487.24	-	487.24
Total (B) Net	3,678.13	485.98	3,204.14	7,368.25	160.44	7,528.69

* At cost



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

8 Investments

As at March 31, 2025

(A) Equity instruments

Equity shares in Alchemist Asset Reconstruction Company Limited

Subtotal

Preference shares

Investments in Joint Venture

Compulsorily convertible preference shares in Ampverse DMI Private Limited

Subtotal

Others

Compulsory convertible preference shares in Alchemist Asset

Reconstruction Company Limited

Compulsorily convertible preference shares in Saarathi Finbiz Private Limited

Subtotal

Mutual funds

5,23,991.11 units of Baroda BNP Paribas Liquid Fund - Direct Growth

6,00,142.41 units of HDFC Liquid Fund - Direct Plan - Growth Option

9,974.52 units of SBI Liquid Fund Direct Growth

6,32,509.46 units of DSP Liquidity Fund - Direct Plan - Growth

4,28,015.35 units of UTI Liquid Cash Plan - Direct Plan - Growth

42,85,260.84 units of Aditya - Direct Plan - Growth

63,873.88 units of ICICI Liquid Fund - DP Growth

10,40,537.02 units of Axis Liquid Fund - Direct Growth

5,57,780.86 units of Nippon - Direct Plan - Growth Option

Subtotal

Credit Substitutes

805 units of Saha Estate Developer Private Limited of face value Rs

1,000,000 fully paid up

Subtotal

Investment in Corporate bonds

Investment in Treasury bills

Investment in Pass through certificates (Unquoted)

Other instruments

Units of DMI AIF Special Opportunities Scheme

Subtotal

Total (A) Gross

Less: Impairment loss allowance

Total (A) Net

(B) Investments outside India

Investments in India

Total (B) Gross

Less: Impairment loss allowance

Total (B) Net

* At cost

Notes:

(i) For movement of Impairment loss allowance refer note 7.1

(ii) Detail of Group's joint venture is given below. These are included in the Group's financial statements using equity method of accounting:

Name of entity	Principal Activity	Place of incorporation	Principal place of business	Proportion of the ownership	
				As at March 31, 2026	As at March 31, 2025
Joint Venture					
Ampverse DMI Private Limited	Promotion of exports	Delhi	Delhi	49.00%	49.00%

(iii) An analysis of Group's investment in joint venture is as follows:

	Joint Venture	
	Year ended March 31, 2026	Year ended March 31, 2025
Balance at the beginning of the year	168.52	94.75
Addition/Adjustment	8.20	106.60
Disposal	-	-
Share of Profits/(Loss)	(16.28)	(32.83)
Dividend received	-	-
Less: Sale proceeds	-	-
Add: Profit on sale	-	-
Balance at the end of the year	160.44	168.52

(iv) Financial information

Joint venture of the Group is individually not material, financial information aggregating 100% of the results is as follows:

	Joint Venture	
	Year ended March 31, 2026	Year ended March 31, 2025
Profit/ (loss) after tax	(33.22)	(67.01)
Other Comprehensive income	-	-
Total Comprehensive Income	(33.22)	(67.01)



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

9 Other financial assets (at amortized cost)

Security deposit
First loss default guarantee recoverable
Interest accrued on fixed deposits
Unbilled revenue and recoverables
Others

Less: Impairment loss allowance
Total

As at March 31, 2026	As at March 31, 2025
82.33	45.92
481.78	348.37
20.10	45.01
778.79	204.59
30.33	178.93
1,393.33	822.82
81.20	136.20
1,312.13	686.62

10 Current tax assets (net)

Advance Income-tax (net)

Total

1,643.30	1,451.24
1,643.30	1,451.24

11 Deferred tax assets

Deferred tax liability

Fair value of financial instruments

Leased assets

Difference in income recognition on unrealized gain on mutual fund investments

76.86	137.43
110.88	100.30
14.72	8.42

Total deferred tax liabilities

202.46	246.15
---------------	---------------

Deferred tax asset

Provision for employee benefits

Difference in written down value as per Companies Act and Income-tax Act

EIR adjustment for processing fee

Liability against leases

Impairment loss allowance

Disallowance u/s 43B of Income Tax Act, 1961

Carry forward of losses

Carry forward of interest disallowed u/s 94B of Income Tax Act, 1961

Others

Total deferred tax asset

Net deferred tax asset

Note: For Tax expense (refer Note no 49)

65.15	47.85
(33.49)	(22.92)
427.77	622.35
125.92	115.95
1,329.84	1,616.71
8.56	-
416.54	184.01
0.16	3.00
0.04	0.10
2,340.49	2,567.05
2,138.03	2,320.90



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Movement of deferred tax assets	As at March 31, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/credite d to other comprehensive income	As at March 31, 2026
Liabilities				
Fair value of financial instruments	137.43	(38.75)	(21.82)	76.86
Leased assets	100.30	10.58	-	110.88
Difference in income recognition on unrealized gain on mutual fund investments	8.42	6.30	-	14.72
Deferred tax liabilities	246.15	(21.87)	(21.82)	202.46
Assets				
Provision for employee benefits	47.85	21.17	(3.87)	65.15
Difference in written down value as per Companies Act and Income-tax Act	(22.92)	(10.57)	-	(33.49)
EIR adjustment for processing fee	622.35	(194.58)	-	427.77
Liability against leases	115.95	9.97	-	125.92
Impairment loss allowance	1,616.71	(286.87)	-	1,329.84
Notional Interest on Market linked debentures	-	-	-	-
Disallowance u/s 43B of Income Tax Act, 1961	-	8.56	-	8.56
Carry forward of Losses	184.01	232.53	-	416.54
Carry forward of interest disallowed u/s 94B	3.00	(2.84)	-	0.16
Others	0.10	(0.06)	-	0.04
Deferred tax assets	2,567.05	(222.69)	(3.87)	2,340.49
Net deferred tax asset	2,320.90	(200.82)	17.95	2,138.03

Movement of deferred tax assets	As at March 31, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/credite d to other comprehensive income	As at March 31, 2025
Liabilities				
Fair value of financial instruments	21.91	113.83	1.69	137.43
Leased assets	55.24	45.06	-	100.30
Difference in income recognition on unrealized gain on mutual fund investments	14.47	(6.05)	-	8.42
Deferred tax liabilities	91.62	152.84	1.69	246.15
Assets				
Provision for employee benefits	36.00	10.99	0.86	47.85
Difference in written down value as per Companies Act and Income-tax Act	16.57	(39.49)	-	(22.92)
EIR adjustment for processing fee	771.95	(149.60)	-	622.35
Liability against leases	66.26	49.69	-	115.95
Impairment loss allowance	1,264.67	352.04	-	1,616.71
Notional Interest on Market linked debentures	48.98	(48.98)	-	-
Carry forward of Losses	45.47	138.54	-	184.01
Carry forward of interest disallowed u/s 94B of Income Tax Act, 1961	-	3.00	-	3.00
Others	0.09	0.01	-	0.10
Deferred tax assets	2,249.99	316.20	0.86	2,567.05
Net deferred tax asset	2,158.37	163.36	(0.83)	2,320.90



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

12 Property, plant and equipment (at cost)

	Furniture and fixtures	Computers	Vehicles	Office equipment	Lease hold improvements	Total
Gross carrying amount						
Balance as at March 31, 2024	1.97	97.33	7.85	47.39	196.71	351.25
Additions	-	37.11	-	7.79	11.45	56.35
Disposals	(0.20)	(5.63)	-	(3.84)	-	(9.67)
Balance as at March 31, 2025	1.77	128.81	7.85	51.34	208.16	397.93
Additions	2.30	42.67	-	5.92	46.18	97.07
Disposals	(0.13)	(15.64)	-	(0.98)	-	(16.75)
Balance as at March 31, 2026	3.94	155.84	7.85	56.28	254.34	478.25
Accumulated depreciation						
Balance as at March 31, 2024	1.49	68.78	2.37	37.22	98.63	208.49
Charge for the year	0.12	24.28	1.68	6.50	22.29	54.87
Disposals	(0.19)	(5.31)	-	(3.64)	-	(9.14)
Balance as at March 31, 2025	1.42	87.75	4.05	40.08	120.92	254.22
Charge for the year	0.48	32.63	1.15	4.96	20.75	59.97
Disposals	(0.12)	(13.72)	-	(0.92)	-	(14.76)
Balance as at March 31, 2026	1.78	106.66	5.20	44.12	141.67	299.43
Net carrying amount						
As at March 31, 2024	0.48	28.55	5.48	10.17	98.08	142.76
As at March 31, 2025	0.35	41.06	3.80	11.26	87.24	143.71
As at March 31, 2026	2.16	49.18	2.65	12.16	112.67	178.82

Notes:

- Leasehold improvements comprises expenditure incurred for the construction on the property obtained on lease as disclosed in Note 15 - Right of use assets.
- During the current financial year and in the previous financial year there is no revaluation of Property, plant and equipment.
- There is no proceeding initiated against the Group for the properties under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (Formerly the Benami Transactions (Prohibition) Act 1988 (45 of 1988)) and the rules made thereunder.

13 Intangible assets under development

	As at March 31, 2026	As at March 31, 2025			
Intangible assets under development	5.57	3.71			
	5.57	3.71			
Intangible assets under development					
As at 31 March, 2026	Amount in Intangible assets under development for a period				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	4.61	0.96	-	-	5.57
	4.61	0.96	-	-	5.57
As at 31 March, 2025	Amount in Intangible assets under development for a period				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3.71	-	-	-	3.71
	3.71	-	-	-	3.71

Note:

Contractual commitments to be executed on capital account amounting to Rs. 2.00 millions. (previous year: Rs. 0.58 millions)

14 Goodwill

Particulars	As at March 31, 2026	As at March 31, 2025
Cost or deemed cost	331.63	331.63
Accumulated impairment loss	331.63	331.63
Particulars	As at March 31, 2026	As at March 31, 2025
Cost or deemed cost	331.63	253.53
Balance at the beginning of the year	-	78.10
Additions on account of acquisitions/business combinations	-	-
Adjustments	-	-
Foreign currency translation reserve	331.63	331.63
Balance at the end of the year		



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	331.63	253.53
Additions on account of acquisitions/business combinations	-	78.10
Impairment losses recognised in the year	-	-
Balance at the end of the year	331.63	331.63

Notes:

- i) Goodwill represents the cost of business acquisition in excess of the Group's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds the cost of business acquisition, the bargain purchase excess is recognized after reassessing the fair value of net assets acquired in the capital reserve. Goodwill is measured at cost less accumulated impairment losses.
- ii) For the purpose of impairment testing, goodwill acquired in subsidiaries is compared with the synergies arising from subsidiaries. After testing, no impairment loss was assessed.

15 Right of use assets

Gross carrying amount

Balance as at March 31, 2024

Additions

Disposals

Balance as at March 31, 2025

Additions

Disposals

Balance as at March 31, 2026

Accumulated amortization

Balance as at March 31, 2024

Additions

Disposals

Balance as at March 31, 2025

Additions

Disposals

Balance as at March 31, 2026

Net carrying amount

As at March 31, 2024

As at March 31, 2025

As at March 31, 2026

Right of use assets	Total
	457.18
	263.29
	(1.42)
	719.05
	136.05
	-
	855.10
	237.70
	83.35
	(0.51)
	320.54
	94.00
	-
	414.54
	219.48
	398.51
	440.56

Note: For other details please refer Note 48

16 Other intangible assets

Gross carrying amount

Balance as at March 31, 2024

Additions

Disposals

Balance as at March 31, 2025

Additions

Disposals

Balance as at March 31, 2026

Accumulated amortization

Balance as at March 31, 2024

Additions

Disposals

Balance as at March 31, 2025

Additions

Disposals

Balance as at March 31, 2026

Net carrying amount

As at March 31, 2024

As at March 31, 2025

As at March 31, 2026

Software	Total
	89.58
	721.42
	-
	811.00
	353.89
	(3.54)
	1,161.35
	58.61
	62.93
	-
	121.54
	115.26
	(3.15)
	233.65
	30.97
	689.46
	927.70



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
17 Other non- financial assets		
Prepaid expenses	264.93	278.08
Balances with statutory / government authorities	134.31	58.94
Advance salary	1.86	0.15
Advances given to service providers	27.21	33.31
Receivable from merchants	3.10	-
Other non-financial assets	41.14	38.88
Total	472.55	409.36
18 Assets held for sale		
Assets under settlement (see note below)	75.00	75.00
	75.00	75.00

Note

1. These assets represent assets acquired from the Holding Company's borrowers as a part of Group's risk management strategy. In these cases, the Holding Company had entered into settlement agreement as a prudent measure by the management wherein the borrower was approached and there was a mutual consensus between the Holding Company and borrower to transfer the asset in the name of the Holding Company towards settlement of the loan amount.
2. Title deeds of all immovable properties are held in the name of the Holding Company.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

19 Payables

a. Trade payables

	As at March 31, 2026	As at March 31, 2025
i. Total outstanding dues of micro and small enterprises (See note "B" below)	24.56	8.50
ii. Total outstanding dues of creditors other than micro and small enterprises	1,722.27	1,093.56
	1,746.83	1,102.06

b. Other payables

i. Total outstanding dues of micro and small enterprises (See note "B" below)	-	-
ii. Total outstanding dues of creditors other than micro and small enterprises	689.05	874.99
	689.05	874.99

Total

2,435.88 **1,977.05**

A) Trade payable and other payable ageing schedule

As at 31 March 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	24.18	0.38	-	-	24.56
Total outstanding dues of creditors other than micro and small enterprises	1,272.19	84.03	373.61	681.49	2,411.32
Disputed dues of micro and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-
Total	1,296.37	84.41	373.61	681.49	2,435.88

As at 31 March 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	8.50	-	-	-	8.50
Total outstanding dues of creditors other than micro and small enterprises	1,350.53	428.69	92.53	96.80	1,968.55
Disputed dues of micro and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-
Total	1,359.03	428.69	92.53	96.80	1,977.05



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

B) Amount outstanding of micro and small enterprises

Based on the responses received from certain suppliers, the Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

	As at March 31, 2026	As at March 31, 2025
i) The Principal amount and the interest due thereon remaining unpaid to any supplier at year end		
- Principal amount	24.48	8.42
- Interest thereon	0.08	0.08
ii) the amount of interest paid by the buyer in terms of section 16 of MSMED Act, along with the amounts of the payment	-	-
iii) the amount of interest due and payable for the year of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
iv) the amount of interest accrued and remaining unpaid	0.08	0.08
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small investor	-	-

20 Debt securities (at amortised cost)

Non convertible debentures (refer note 20.1)	5,945.67	9,023.44
Commercial paper (refer note 20.2)	-	243.86
	5,945.67	9,267.30
Secured **	99.97	3,687.74
Unsecured	5,845.70	5,579.56
Total	5,945.67	9,267.30
Debt securities in India	5,945.67	9,267.30
Debt securities outside India	-	-
Total	5,945.67	9,267.30

** Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Holding Company of Rs. 136.35 millions (previous year Rs. 4,981.25 millions) to the extent as stated in the respective information memorandum.

The Holding Company has not created the Debenture redemption reserve as it is not mandatorily required in accordance with provisions of the Companies Act 2013.

The Holding Company has, at all times, for the secured NCDs, maintained sufficient asset cover as stated in the respective information memorandum.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

20.1 Terms of redeemable non-convertible debentures (NCD's)

A Secured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number of debentures	Rate of interest	Face value	Amount outstanding as at March 31, 2026	Amount outstanding as at March 31, 2025	Terms of redemption
INE604O07175	November 28, 2023	August 22, 2025	1,00,000	20,000	9.75%	2,000	-	1,995.73	633 Days from the date of allotment. Coupon payment frequency is annually and on maturity
INE604O07183	January 24, 2024	July 24, 2026	1,00,000	5,000	9.80%	500	99.97	299.78	912 Days from the date of Allotment with semi-annual principal repayments. Coupon frequency is half-yearly
INE604O07191	September 30, 2024	September 30, 2025	1,00,000	14,000	9.70%	1,400	-	1,392.23	365 Days from the date of allotment. Coupon payment frequency is annually and on maturity
Total							99.97	3,687.74	

B Unsecured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number of debentures	Rate of interest	Face value	Amount outstanding as at March 31, 2026	Amount outstanding as at March 31, 2025	Terms of redemption
INE604O08132	March 12, 2024	March 12, 2027	1,00,000	46,400	9.80%	4,640.00	4,350.00	4,640.00	36 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08157	October 18, 2024	April 18, 2027	1,00,000	5,617	9.75%	561.70	561.70	561.70	30 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08140	June 4, 2024	June 4, 2027	1,00,000	1,340	9.80%	134.00	134.00	134.00	36 months from date of allotment. Coupon payment frequency is quarterly.
INE604O08165	February 3, 2026	February 4, 2027	1,00,000	8,000	8.75%	800.00	800.00	-	366 Days from date of allotment. Coupon payment frequency is quarterly and on maturity.
Total							5,845.70	5,335.70	

20.2 Terms of Commercial Paper

Unsecured

ISIN	Date of allotment	Date of redemption	Nominal value per unit/ per commercial paper	Number	Rate of interest	Face value	Amount outstanding as at March 31, 2026*	Amount outstanding as at March 31, 2025*	Terms of redemption
INE604O14148	October 17, 2024	July 17, 2025	5,00,000	500	8.94%	250.00	-	243.86	273 days from the date of allotment
Total							-	243.86	

* Includes discount accretion Nil (previous year INR 6.14 million) as at March 31, 2026



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

21 Borrowings (other than debt securities) (at amortised cost)

As at March 31, 2026 As at March 31, 2025

Secured

Term loans

From banks and financial institutions (See note i, iii and v below)

13,349.70 23,581.95

Other loans

Securitisation - PTC Borrowings (See note ii and iv below)

5,823.58 11,082.26

19,173.28 34,664.21

Borrowings in India

19,173.28 34,664.21

Borrowings outside India

- -

Total

19,173.28 34,664.21

Notes:

i) Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Holding Company to the extent of Rs. 22,415.17 millions (Previous year: Rs. 38,744.28 millions).

ii) Secured against exclusive fixed charge by way of hypothecation of loans and receivables of the Holding Company to the extent of Rs. 5,831.41 millions (Previous year: Rs 15,607.10 millions)

iii) Terms of repayment of borrowings are as follows:

Lender	Disbursement Amount	Repayment	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025
Bank of Baroda-3	500	16 quarterly installments	-	124.82
Bank of Baroda-4	1,000	12 quarterly Installments	-	166.48
Bank of Baroda-5	1,000	12 quarterly Installments	-	332.66
Bank of Baroda-6	3,000	12 quarterly Installments	199.81	1,742.10
Karnataka Bank Limited -5	1,000	34 monthly installments	87.02	473.83
Bank of Maharashtra-1	500	42 monthly installments	-	22.61
Bank of Maharashtra-2	2,000	42 monthly installments	80.24	657.80
Bank of Maharashtra-3	2,000	33 monthly installments	-	572.32
Bank of Maharashtra-4	3,000	33 monthly installments	248.88	1,350.93
State Bank Of India-1	1,000	15 quarterly installments	-	66.59
State Bank Of India-2	2,000	15 quarterly installments	-	532.33
State Bank of India -3	2,000	15 quarterly installments	399.68	931.13
State Bank of India -4	7,500	15 quarterly installments	2,986.01	4,961.95
Kotak Mahindra Bank Limited-3	750	24 monthly installments	-	93.74
Kotak Mahindra Bank Limited-4	250	24 monthly installments	-	34.09
Kotak Mahindra Bank Limited-5	1,500	24 monthly installments	-	45.64
Kotak Mahindra Bank Limited-6	500	24 monthly installments	-	249.83
Kotak Mahindra Bank Limited-7	2,000	24 monthly Installment	249.85	748.43
IndusInd Bank Limited -3	2,500	12 quarterly installments	-	815.79
IndusInd Bank Limited -4	500	12 quarterly installments	165.50	327.75
Punjab National Bank-2	500	14 quarterly installments	-	387.59
South Indian Bank Limited -2	500	15 quarterly installments	-	128.63
South Indian Bank Limited -3	1,000	5 quarterly installments	997.12	395.32
Indian Bank-1	750	16 quarterly installments	-	234.12
Indian Bank-4	500	8 quarterly installments	124.84	373.68
MUFG Bank Limited	3,000	Bullet Payment (180 Days)	3,000.00	-
CSB Bank Limited -3	500	12 quarterly installments	226.16	413.09
CSB Bank Limited -4	500	36 monthly installments	495.60	-
DCB Bank	1,000	30 monthly Installment	995.48	66.37
Bandhan Bank-1	1,000	27 monthly Installment	997.73	-
Utkarsh Small Finance Bank Limited-1	300	37 monthly installments	-	81.00
Utkarsh Small Finance Bank Limited -2	380	37 monthly installments	-	100.83
Utkarsh Small Finance Bank Limited -3	400	24 monthly Installment	399.09	-
Jammu & Kashmir Bank Limited	500	14 quarterly installments	-	177.11
Canara Bank	1,000	14 quarterly installments	-	408.53
Axis Bank Ltd-2	2,000	8 quarterly installments	-	792.56
Indian Overseas Bank	500	14 quarterly installments	-	237.87
Bajaj Finance Limited TL-1	1,000	36 monthly installments	222.08	554.61
Bajaj Finance Limited TL-2	1,000	36 monthly installments	198.42	347.42
Federal Bank Limited 1	500	10 quarterly installments	-	246.09
Federal Bank Limited 2	500	10 quarterly installments	-	79.29
Aditya Birla Finance Limited TL-1	500	12 quarterly installments	-	72.73
Aditya Birla Finance Limited TL-2	500	12 quarterly installments	-	407.54
Poonawalla Fincorp Ltd TL-1	500	36 Monthly installments	152.85	320.93



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Poonawalla Fincorp Ltd TL-2	500	36 Monthly installments	-	132.40
Poonawalla Fincorp Ltd TL-3	1,000	24 monthly Installment	997.50	-
UCO Bank	2,000	12 quarterly installments	-	1,150.43
HSBC Bank TL-1	1,500	24 quarterly installments	-	652.94
Bank of India TL-1	1,000	14 quarterly installments	125.84	699.26
RBL Bank	1,000	8 quarterly installments	-	870.79
Total			13,349.70	23,581.95

Interest rate ranges from 7.40% p.a. to 9.65% p.a.

Security cover ratio ranges from 1.10 times to 1.25 times

iv) Terms of repayment of Securitization- PTC borrowings are as follows:

Securitisation	Total Amount	Payment Terms	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025
PLUM 24-3	1,504.46	Monthly Payout to the Trust on the Pay in Date	-	141.28
PLUM 24-4	1,272.38	Monthly Payout to the Trust on the Pay in Date	-	109.04
PLUM 24-5	977.60	Monthly Payout to the Trust on the Pay in Date	-	212.83
PLUM 24-6	514.28	Monthly Payout to the Trust on the Pay in Date	-	99.47
PLUM 24-7	1,862.79	Monthly Payout to the Trust on the Pay in Date	-	632.84
PLUM 24-10	483.34	Monthly Payout to the Trust on the Pay in Date	1.44	168.77
PLUM 24-11	1,028.20	Monthly Payout to the Trust on the Pay in Date	-	340.55
PLUM 24-8	2,155.20	Monthly Payout to the Trust on the Pay in Date	-	656.36
PLUM 24-9	1,460.00	Monthly Payout to the Trust on the Pay in Date	-	404.32
PLUM 25-1	2,163.05	Monthly Payout to the Trust on the Pay in Date	25.86	1,044.06
PLUM 25-2	832.52	Monthly Payout to the Trust on the Pay in Date	-	353.64
PLUM 25-3	601.87	Monthly Payout to the Trust on the Pay in Date	24.67	326.81
APRIUM 25-1	2,116.07	Monthly Payout to the Trust on the Pay in Date	-	1,063.73
PLUM 25-6	881.28	Monthly Payout to the Trust on the Pay in Date	77.94	571.72
PLUM 25-4	1,869.24	Monthly Payout to the Trust on the Pay in Date	43.70	1,032.62
PLUM 25-7	2,820.66	Monthly Payout to the Trust on the Pay in Date	177.14	1,926.91
PLUM 25-8	1,998.88	Monthly Payout to the Trust on the Pay in Date	516.04	1,997.31
PLUM 26-1	2,462.40	Monthly Payout to the Trust on the Pay in Date	2,458.89	-
PLUM 26-2	1,274.20	Monthly Payout to the Trust on the Pay in Date	1,274.20	-
PLUM 26-3	1,225.71	Monthly Payout to the Trust on the Pay in Date	1,223.70	-
Total			5,823.58	11,082.26

Interest rate ranges from 7.95% p.a. to 10.80% p.a.

v) Secured term loans from banks amounting to Rs. 13,349.70 millions (Previous Year : 23,581.95 millions) and carry rate of interest in the range of 7.40% p.a. to 9.65% p.a. (Previous year: 8.40% p.a. to 10.90% p.a.) The loans are having tenure of upto 4 years from the date of disbursement and are repayable in monthly, quarterly installments and bullet repayment.

vi) The Group has not defaulted in the repayment of dues to its lenders.

vii) The Group has not been declared as wilful defaulter by any of banks, financial institution or any other lender.

viii) The Group has been submitting monthly/quarterly receivable/stock data with the lenders as per the provision of sanction letters and there are no discrepancies between receivable/stock data submitted to the lenders and book of accounts.

ix) The Group doesn't have any charges or satisfaction which is yet to be registered with ROC beyond statutory period.

x) The Group has utilised the funds raised from banks and financial institutions for the specific purpose for which they are borrowed.

xi) For maturity analysis of borrowings (other than debt securities), refer note no 50.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
22 Lease liabilities		
Lease liabilities (refer note 48)	500.33	460.69
	500.33	460.69
23 Other financial liabilities		
Interest accrued but not due		
- Debt securities	40.14	169.42
- Borrowings other than debt securities	31.22	49.40
Payable to employees	557.36	277.32
Others	1.16	-
	629.88	496.14
24 Provisions		
Provision for gratuity (refer note 40)	98.91	71.84
Provision for compensated absences	136.37	114.46
	235.28	186.30
25 Other non-financial liabilities		
Statutory dues payable	181.93	149.53
Advances for goods and services	33.33	72.87
Payable to merchants	212.00	-
Security deposit	1.86	1.86
Others	5.42	-
	434.54	224.26



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

26 Equity share capital

As at March 31, 2026		As at March 31, 2025	
No. of shares	Amount	No. of shares	Amount
1,96,50,00,000	19,650.00	1,96,50,00,000	19,650.00
12,50,00,000	1,250.00	12,50,00,000	1,250.00
2,09,00,00,000	20,900.00	2,09,00,00,000	20,900.00
74,26,32,169	7,426.32	74,26,32,169	7,426.32
74,26,32,169	7,426.32	74,26,32,169	7,426.32

26.1 The reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Balance at the beginning of year	74,26,32,169	7,426.32	79,81,80,008	7,424.87
Changes in equity share capital due to prior period errors	-	-	-	-
Restated balance at the beginning of the period	74,26,32,169	7,426.32	79,81,80,008	7,424.87
Shares issued during the year	-	-	1,45,423	1.45
First call money called on partly paid up shares	-	-	-	-
Reduction and cancellation of partly paid up shares	-	-	(5,56,93,262)	-
Balance at the end of year	74,26,32,169	7,426.32	74,26,32,169	7,426.32

26.2 Shares held by Parent Company

As at March 31, 2026		As at March 31, 2025	
No. of shares	% holding	No. of shares	% holding
51,07,92,426	68.78%	51,07,92,426	68.78%
51,07,92,426	68.78%	51,07,92,426	68.78%

As per records of the Holding Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The Holding Company has not issued any equity shares or CCPS during the financial year ended March 31, 2026.

26.3 Details of shareholders holding more than 5% shares in the Holding Company

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up and partly paid up				
DMI Limited	51,07,92,426	68.78%	51,07,92,426	68.78%
NIS Ganesha S.A.	6,47,35,441	8.72%	6,47,35,441	8.72%
MUFG Bank Limited	7,38,30,443	9.94%	7,38,30,443	9.94%

Note: As per records of the Holding Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(i) % holding is calculated on the basis of paid up share capital of the Holding Company.

26.4 Details of shares held by promoters

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up				
No. of shares at the beginning of the year			51,07,92,426	51,92,72,316
Change during the year			-	(84,79,890)
No. of shares at the end of the year			51,07,92,426	51,07,92,426
% of total shares			68.78%	68.78%
% change during the year			0.00%	(1.16%)
DMI Limited is the promoter of the Holding Company				

26.5 Rights, preferences and restrictions

The Holding Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Holding Company, the holder of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of the equity shares held by the shareholders.

26.6 Aggregate number of shares issued for consideration other than cash during the five years

The Holding Company has not issued any shares pursuant to a contract without payment being received in cash nor allotted as fully paid up by the way of bonus shares and there has not been any buy back of shares in the current period and the immediately preceding four years.

26.7 Uncalled and Unpaid Capital

The Holding Company did not have any uncalled and unpaid share capital during the financial year, and no such amounts were outstanding as on March 31, 2026.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

27 Other equity

	As at March 31, 2026	As at March 31, 2025
Securities premium	46,572.72	46,572.72
Capital redemption reserve	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act	2,798.06	2,584.95
Share based payment outstanding reserve	914.46	773.65
Share warrant reserve	169.75	136.01
Retained earnings	10,391.15	9,722.13
Other comprehensive income	809.78	863.50
Upfront monies received on share warrant	0.72	0.72
Total	61,737.85	60,734.89
Securities premium		
Opening balance	46,572.72	46,561.46
Add : Premium on shares issued during the year (including shares issued under Employees Stock Option plan)	-	11.26
Closing balance	46,572.72	46,572.72
Capital redemption reserve		
Opening balance	81.21	81.21
Add : Additions during the year	-	-
Closing balance	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act		
Opening balance	2,584.95	2,574.33
Add : Transfer during the year from Surplus in statement of profit and loss	213.11	10.62
Closing balance	2,798.06	2,584.95
Share based payment outstanding reserve		
Opening balance	773.65	501.65
Add: Granted/vested during the year	167.79	274.58
Less : Exercised during the year	(26.98)	(2.58)
Closing balance	914.46	773.65
Share warrant reserve		
Opening balance	136.01	100.93
Add: Granted/vested during the year	35.90	35.08
Less : Lapsed during the year	(2.16)	-
Closing balance	169.75	136.01
Retained earnings		
Opening balance	9,722.13	9,977.52
Add : Profit for the year	538.14	(244.77)
Less : Transfer to reserve fund as per section 45 IC of RBI Act, 1934	(213.11)	(10.62)
Add: Transfer to Holding company's retained earning on share issuance of subsidiary	317.01	-
Add: Share options lapsed during the year	26.98	-
Closing balance	10,391.15	9,722.13



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

	As at March 31, 2026	As at March 31, 2025
Upfront monies received on share warrant		
Opening balance	0.72	0.72
Add : Amount received during the year	-	-
Closing balance	0.72	0.72
Other Comprehensive Income		
Opening balance	863.50	861.02
Add: Remeasurement gain on defined benefit plan	11.50	(2.55)
Add : Gain on Fair Value changes (debt and equity)	(65.22)	5.03
Closing balance	809.78	863.50
Share application money pending allotment		
Opening balance	-	1.84
Less: Share allotment from upfront money received in previous financial year	-	(1.84)
Closing balance	-	-

Security premium

Securities premium represents premium received on issue of shares. The amount is utilised in accordance with the provisions of the Companies Act 2013

Capital redemption reserve

The same had been created in accordance with provisions of the Companies Act 2013 on buy back of shares.

Statutory reserve u/s 45-IC of RBI Act

The reserve is created as per the provision of Section 45 (IC) of Reserve Bank of India Act, 1934. This is a restricted reserve and no appropriation can be made from this reserve fund except for the purpose as may be prescribed by Reserve Bank of India.

Share based payment outstanding reserve

The reserve is used to recognise the fair value of the options issued to employees of the Holding Company and subsidiary companies.

Share warrant reserve

The reserve is used to recognise the fair value of the warrants issued.

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since the Holding Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, or any such other appropriations to specific reserves.

Upfront monies received on share warrant

Upfront monies received on share warrant represents the upfront monies received against the share warrants issued by the Holding Company.

Share application money pending allotment

The Holding Company received Rs. 1.84 millions in financial year 2023-24 on which allotment of shares was made in the previous financial year.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

28 Non-controlling interests

Balance at the beginning of the year	
Share of total comprehensive income for the year	
Non-controlling interests on share issuance in Glimmer Technologies Private Limited	
Balance at the end of the year	

As at March 31, 2026		As at March 31, 2025	
Glimmer	Appnit	Glimmer	Appnit
(98.37)	22.10	-	23.10
(38.30)	(0.32)	(64.51)	(1.00)
325.12	-	(33.86)	-
188.45	21.78	(98.37)	22.10

Details of non-wholly owned subsidiary that have non-controlling interests

The table shows details of non-wholly owned subsidiary of the Group that has non-controlling interests:

Name of Subsidiary	Place of incorporation and operation	Proportion of ownership interests and voting rights held by non-controlling interests		Total comprehensive income allocated to non-controlling interests	
		As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Appnit Technologies Private Limited	India	4.23%	4.23%	(0.32)	(1.00)
Glimmer Technologies Private Limited	India	28.08%	2.86%	(38.30)	(64.51)

Summarised financial information in respect of Group's Subsidiaries that have non controlling interest is set out below. The Summarised Financial Information below represents

Particulars

Financial assets
Non Financial assets
Financial liabilities
Non Financial liabilities
Equity attributable to the owners of the company
Non-controlling interests

As at March 31, 2026		As at March 31, 2025	
Glimmer	Appnit	Glimmer	Appnit
50.27	530.87	139.03	317.90
1,224.45	122.91	806.26	107.02
58.54	46.21	179.13	15.59
117.23	286.90	4.37	81.15
910.50	298.89	860.16	306.08
188.45	21.78	(98.37)	22.10

Particulars

Income
Expenses (including taxes)
Profit/(loss) for the year after tax
Profit/(loss) attributable to the owners of the Company
Profit/(loss) attributable to the non-controlling interests
Other comprehensive income for the year
Other comprehensive income attributable to the owners of the Company
Other comprehensive income attributable to the non-controlling interests
Total comprehensive income of the year

Glimmer	Appnit	Glimmer*	Appnit
59.49	344.80	19.71	787.49
340.89	353.17	240.26	811.43
(281.40)	(8.37)	(220.55)	(23.94)
(242.78)	(8.02)	(156.04)	(22.93)
(38.62)	(0.35)	(64.51)	(1.01)
1.12	0.87	-	0.30
0.81	0.83	-	0.28
0.31	0.04	-	0.01
(280.28)	(7.50)	(220.55)	(23.65)

* Numbers pertain to the period of post acquisition of subsidiary.
Note: Above numbers are before elimination.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

29 Interest income

	For the Year ended March 31, 2026			For the Year ended March 31, 2025		
	On financial instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI	On financial instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI
Interest income on portfolio loans	-	13,638.20	-	-	25,688.51	14.13
Interest income on investments	-	650.47	-	-	505.92	-
Interest on deposits with bank	-	163.12	-	-	162.09	-
Total interest income	-	14,451.79	-	-	26,356.52	14.13
		14,451.79				26,370.65

30 Fees and commission income

	Amount invoiced		Revenue booked	
	For the Year ended March 31, 2026	For the Year ended March 31, 2025	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Foreclosure Income	155.47	154.87	155.47	154.87
Service and administration income	116.97	788.10	116.97	788.10
Distribution income	21.19	160.10	27.99	160.10
Payment gateway fee	313.19	704.52	313.19	704.52
Insurance Brokerage*	0.53	-	0.53	-
Others	1,132.48	2,433.10	1,152.35	2,609.52
	1,739.83	4,240.69	1,766.50	4,417.11

Breakup of Insurance Brokerage*

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Life Insurance Business	0.32	-
Non Life Insurance Business	0.21	-
Total	0.53	-

Except as disclosed above, the Holding company has not received any other income or payments from insurers or their group companies, nor have any payments been received by its group companies and/or associates from any insurer.

31 Net gain on fair value changes

(A) Net gain on financial instruments at fair value through profit and loss
On financial instruments designated at fair value through profit or loss

(B) others

Analysis of fair value changes

Realised
Unrealised

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
(A)	1,126.48	874.15
(B)	-	-
	1,126.48	874.15
Realised	1,301.20	695.74
Unrealised	(174.72)	178.41
	1,126.48	874.15

32 Other income

Cost sharing from group companies
Interest income on Income tax refund
Interest income on unsecured loans
Interest Income for core portion
Liabilities no longer required written back
Miscellaneous income
Foreign exchange gain (net)

	51.70	104.06
	0.44	0.42
	1.08	1.19
	2.00	-
	0.08	0.18
	3.64	29.74
	-	0.03
	58.94	135.62

33 Finance costs

Interest on financial liabilities (measured at amortised cost)

Interest on debt securities

- on non convertible debentures
- on market linked debentures
- on commercial paper

Interest on borrowings (other than debt securities)

- on bank term loan
- on bank cash credit

Other interest expense

- on delayed deposit of statutory dues
- on leasing arrangements
- securitisation

Other borrowing costs

	699.48	808.98
	-	85.14
	6.14	189.19
	1,459.74	4,740.65
	-	0.58
	-	1.00
	46.78	43.74
	519.59	1,141.57
	7.85	22.90
	2,739.58	7,033.75



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
34 Fees and commission expense		
Selling partner commission	908.24	2,026.11
Others	237.10	717.39
	1,145.34	2,743.50
35 Impairment on financial instruments		
Expected credit loss allowance	(1,115.84)	1,356.57
Write offs	6,216.80	13,454.93
	5,100.96	14,811.50
36 Employee benefits expense		
Salaries, wages and bonus	1,993.06	1,663.51
Contribution to provident and other funds	37.88	24.72
Gratuity expenses (refer note 40)	48.15	22.97
Share based payment to employees **	165.53	313.13
Staff welfare expenses	76.68	84.48
	2,321.30	2,108.81
** Includes Rs. Nil (Previous year: Rs. 9.71 millions) of warrants issued by Group Company (DMI Housing Finance) to employees of the Holding Company		
37 Depreciation, amortization and impairment		
Depreciation on property, plant and equipment (See note 12)	59.98	54.87
Amortisation of right of use assets (See note 15)	94.00	83.35
Amortisation of other intangible assets (See note 16)	115.26	62.93
	269.24	201.15
38 Other expenses		
Advertisement expenses	70.12	27.88
Legal and professional fees*	805.14	677.83
Travelling and conveyance expenses	78.22	60.98
Auditor's remuneration (refer note 38.1)	10.57	8.76
IT expenses	914.30	803.93
Rates and taxes	15.89	22.27
Rent	7.17	7.94
Goods and service tax	577.05	813.20
Communication Expenses	0.27	-
Director's sitting fee	1.70	1.10
Corporate social responsibility (refer note 38.2)	67.59	71.56
Foreign Exchange	0.06	-
Repair and maintenance	39.12	33.62
Insurance expense	2.84	3.92
Credit evaluation fee	721.42	613.95
Credit rating fee	15.17	23.59
Customer onboarding expenses	14.00	1.12
Collection charges	1,609.66	1,842.01
Digital Marketing Expense	26.73	-
Interest on late deposit of statutory dues	7.35	1.00
Miscellaneous expenses	87.94	121.32
	5,072.31	5,135.98
38.1 Auditor's remuneration (excluding applicable taxes)		
- as auditors	7.38	5.86
- for tax audit	0.50	0.77
- for other services	2.60	1.55
- out of pocket expenses	0.09	0.58
	10.57	8.76



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

38.2 Corporate social responsibility (CSR)

In respect of Corporate Social Responsibility activities, gross amount required to be spent by the Group during the year was Rs. 66.23 millions in FY 2025-26 (Previous Year Rs. 71.46 millions) and Company has spent Rs. 67.57 millions in FY 2025-26 (Previous Year Rs. 71.56 millions).

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Gross amount unspent for the last year	-	1.01
Gross amount required to be spent by the Company during the year	66.23	71.46
Amount spent during the year	67.57	71.56
Gross amount unspent for the year	0.02	-
Paid in cash	67.57	71.56
Nature of CSR Activities (see note c)		
Education, Nutrition and Women Empowerment	15.24	30.51
Promoting and development towards healthcare	15.54	4.53
Training and helping Indian Athletes to win Olympic Gold medals	6.40	8.90
Upliftment of abandoned and poor	7.08	6.30
Rural women development	8.54	6.80
Welfare of stray dogs	4.07	2.00
Nourishment of differently abled children	3.93	2.70
Support by providing basic necessities	2.80	5.00
Conducting cultural activities	1.00	1.50
Support in the construction of well	2.00	1.00

Notes :

a) There is no transaction with related parties as defined under the IND AS 24 'Related Party Disclosures'

b) As per the provisions of the Companies Act, 2013 read with Schedule VII, unspent amount of Rs. 0.90 million in financial year 2024 was spent within 6 months from the end of financial year, i.e. latest by September 30, 2024 in the specified fund (Unspent amount in the financial year 2024 of Rs 0.90 million was transferred to the specified fund on 09th May, 2024)

c) The above spent amount of Rs. 67.57 million (previous year : Rs. 71.56 million) includes administrative expenses of Rs. 0.97 million (previous year: Rs. 2.32 million) as allowed as per the CSR Rules.

d) Gross amount unspent for the year pertains to one of the subsidiary of the group as at March 31, 2026

39 Earning per share (EPS)

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Net profit attributable to equity shareholders	515.45	(310.28)
Net profit for the year for basic EPS	515.45	(310.28)
Dilutive impact of convertible instruments	-	-
Net profit for the year for dilutive EPS	515.45	(310.28)
Nominal value of equity shares (in Rs.)	10.00	10.00
Weighted-average number of equity shares for basic EPS (Face value of share Rs. 10 each)	74,26,32,169	74,26,28,313
Add: Weighted average number of potential equity shares on exercise of stock option and warrants	75,07,599	81,41,274
Weighted-average number of equity shares for dilutive EPS (Face value of share Rs. 10 each)	75,01,39,768	75,07,69,587
Basic EPS	0.69	(0.42)
Dilutive EPS	0.68	(0.42)



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

40 Retirement benefit plan

Defined contribution plan

A defined contribution plan is a pension plan under which the Group pays fixed contributions; there is no legal or constructive obligation to pay further contributions. The assets of the plan are held separately from those of the Group in a fund under the control of trustees.

The total expense charged to statement of profit & loss during the current year Rs. 37.88 millions (previous year: Rs. 24.72 millions) represents contributions payable to these plans by the Group at rates specified in the rules of the plan.

Defined benefit plan

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded.

Provision for unfunded Gratuity for all employees is based upon actuarial valuations carried out at the end of every financial year. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. Pursuant to the issuance of the Indian Accounting Standard (IndAS) 19 on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' Method. Gains and losses on changes in actuarial assumptions are accounted for in the "Other comprehensive Income".

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Changes in the defined benefit obligation:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	71.84	56.01
Current service cost	22.35	18.99
Interest cost	5.61	3.98
Past service cost	19.30	-
Benefits Paid	(4.82)	(10.55)
Remeasurement (Gain)/Loss on obligation	(15.37)	3.41
Balance at the end of the year	98.91	71.84

Amount recognised in the statement of profit and loss is as under:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	22.35	18.99
Past service cost	19.30	-
Interest cost on defined benefit obligation	5.61	3.98
Net impact on profit before tax	47.26	22.97

Amount recognised in the other comprehensive income:

Actuarial changes arising from changes in financial assumptions	(9.91)	1.16
Experience adjustments	(5.46)	2.25
Impact on other comprehensive income	(15.37)	3.41

The principal assumptions used in determining gratuity obligation for the group's plans are shown below:

	As at March 31, 2026	As at March 31, 2025
Economic assumptions		
Discount rate	7.70%	7.00%
Future salary increases	6.00%	6.00%
Demographic assumptions		
Retirement age	60	60
Mortality rates inclusive of provision for disability	100% of IALM (2012-14)	100% of IALM (2012-14)
Attrition at ages (withdrawal rate)		
(i) up to 30 years	3.00%	3.00%
(ii) From 31 to 44 years	2.00%	2.00%
(iii) Above 44 years	1.00%	1.00%

Note: The discount rate is generally based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities. Salary growth rate is Group's long term best estimate as to salary increases and takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Sensitivity analysis for gratuity liability

Impact of the change in discount rate

Impact due to increase of 0.50 %
Impact due to decrease of 0.50 %

Impact of the change in salary increase

Impact due to increase of 0.50 %
Impact due to decrease of 0.50 %

Impact of the change in attrition rate

Impact due to increase of 50 %
Impact due to decrease of 50 %

Impact of the change in mortality rate

Impact due to increase of 10 %
Impact due to decrease of 10 %

	For the year ended March 31, 2026	For the year ended March 31, 2025
	(80.91)	(5.09)
	93.44	5.63
	91.10	4.25
	(82.09)	(4.01)
	88.48	NA
	(83.99)	NA
	86.10	NA
	(85.83)	NA

The following is the maturity profile of gratuity:

Expected payment for future years (on discounted basis)

0 to 1 year
1 to 2 year
2 to 3 year
3 to 4 year
4 to 5 year
5th year onwards
Total expected payments

	For the year ended March 31, 2026	For the year ended March 31, 2025
	2.18	1.30
	3.01	1.07
	3.24	1.57
	4.46	1.74
	2.87	2.91
	83.15	63.25
	98.91	71.84



41 Employee Stock Option Plan

I. The Holding Company has formulated share-based payment schemes. Details of all grants in operation during the year ended March 31, 2026 are as given below:

Scheme Name	Date of grant	Date of Board / Committee approval	Number of options outstanding at the year end	Method of settlement	Graded vesting period *	First vesting date	Vesting conditions	Exercise price per option	Stock price on the date of grant	Exercise period**
DMI ESOP Plan 2019	01-Apr-19	11-Feb-20	3,43,699	Shares	See Below	31-Mar-20	As per plan	95.49	95.49	8 years
Founder Circle Award 2019-20 (NBFC Apr'20)	16-Mar-20	11-Feb-20	3,50,000	Shares	See Below	15-Mar-21	As per plan	100.00	101.87	7 years
DMI Finance ESOP Plan 2018-I	01-Apr-18	16-Mar-18	3,83,260	Shares	See Below	31-Mar-19	As per plan	46.74	24.68	9 years
DMI Finance ESOP Plan 2018-III	01-Apr-18	16-Mar-18	32,321	Shares	See Below	30-Sep-19	As per plan	46.74	24.68	8 years
DMI ESOP Plan, Management Scheme - II	01-Oct-18	01-Oct-18	64,641	Shares	See Below	30-Sep-19	As per plan	46.74	95.49	8 years
DMI ESOP Plan, Legacy Scheme	01-Apr-18	16-Mar-18	-	Shares	See Below	31-Mar-19	As per plan	13.29	24.68	NA
DMI Finance ESOP Plan 2020 - II	16-Feb-21	09-Apr-20	9,228	Shares	See Below	15-Feb-22	As per plan	113.34	113.34	5 years
Founder Circle Award 2019-20 (NBFC Apr'20) - I	21-Apr-20	09-Apr-20	3,05,000	Shares	See Below	31-Mar-21	As per plan	116.36	116.36	7 years
DMI Finance ESOP Plan 2020	01-Apr-20	09-Apr-20	2,47,843	Shares	See Below	31-Mar-21	As per plan	116.36	116.36	7 years
DMI Finance ESOP Plan 2020 - III	01-Jan-21	09-Apr-20	6,055	Shares	See Below	31-Mar-21	As per plan	113.34	113.34	5 years
DMI Finance Plan 2021	01-Apr-21	21-Jun-21	3,88,364	Shares	See Below	01-Apr-22	As per plan	113.00	113.00	5 years
Founder Circle Award 2020-21 (NBFC Apr'21)	01-Apr-21	21-Jun-21	2,10,000	Shares	See Below	01-Apr-24	As per plan	113.00	113.00	5 years
Employment Contracts - Jan'22	27-Jul-21	21-Jun-21	24,26,000	Shares	See Below	27-Jul-24	As per plan	112.86	112.86	5 years
DMI ESOP Plan, Management Scheme - III	20-Dec-21	21-Jun-21	12,210	Shares	See Below	20-Dec-24	As per plan	209.00	209.00	5 years
Employment Contracts - Feb'22 - I	15-Jan-22	21-Jun-21	18,315	Shares	See Below	15-Jan-23	As per plan	209.00	209.00	5 years
Employment Contracts - Feb'22 - III	28-Jan-22	21-Jun-21	6,105	Shares	See Below	28-Jan-25	As per plan	209.00	209.00	5 years
DMI Finance ESOP Plan 2022	07-Mar-22	21-Jun-21	-	Shares	See Below	07-Mar-25	As per plan	209.00	209.00	5 years
DMI Finance ESOP Plan 2022 - II	1-Apr-22	20-May-22	4,06,289	Shares	See Below	01-Apr-23	As per plan	212.81	212.81	5 years
Employment Contract - Aug'22 - III	1-Jul-22	20-May-22	749	Shares	See Below	01-Apr-23	As per plan	212.81	212.81	5 years
Employment Contract - Jun'22	25-Aug-22	12-Aug-22	1,670	Shares	See Below	25-Aug-25	As per plan	212.81	212.81	5 years
Employment Contract - Mar'23	22-Jun-22	12-Aug-22	-	Shares	See Below	22-Jun-25	As per plan	212.81	212.81	5 years
Employment Contract - Sep'22	1-Mar-23	27-Mar-23	29,154	Shares	See Below	01-Mar-26	As per plan	225.11	225.11	5 years
Employment Contracts - Apr'22	30-Sep-22	14-Nov-22	-	Shares	See Below	30-Sep-25	As per plan	221.53	217.77	5 years
Employment Contracts - Jul'22	28-Apr-22	20-May-22	1,784	Shares	See Below	28-Apr-25	As per plan	212.81	212.81	5 years
Employment Contracts - May'22	1-Jul-22	12-Aug-22	10,000	Shares	See Below	01-Jul-25	As per plan	217.77	217.77	5 years
Founder Circle Award 2022-23 (NBFC Feb'23)	4-May-22	20-May-22	30,000	Shares	See Below	04-May-25	As per plan	212.81	212.81	5 years
DMI Finance ESOP Plan 2023	1-Feb-23	27-Mar-23	81,28,000	Shares	See Below	01-Feb-28	As per plan	225.11	225.11	6 years
Founder Circle Award 2023-24 (NBFC Apr'23)	01-Apr-23	01-Apr-23	4,17,651	Shares	See Below	01-Apr-24	As per plan	259.18	259.18	5 years
Employment Contract - Jul'23	01-Apr-23	30-Jun-23	3,50,000	Shares	See Below	01-Apr-28	As per plan	259.18	259.18	5 years
Employment Contract - Oct'23	01-Jul-23	30-Jun-23	19,864	Shares	See Below	01-Jul-26	As per plan	259.18	259.18	5 years
Employment Contract - Jan'24	01-Oct-23	25-Sep-23	3,143	Shares	See Below	01-Oct-26	As per plan	281.84	281.84	5 years
DMI Finance ESOP Plan 2024	01-Jan-24	15-Dec-23	54,388	Shares	See Below	01-Jan-27	As per plan	285.69	285.69	5 years
Employment Contract - Jan'24	01-Apr-24	01-Apr-24	3,02,501	Shares	See Below	01-Apr-25	As per plan	285.00	285.69	5 years
Employment Contract - Jul'24	01-Apr-24	30-May-24	24,508	Shares	See Below	01-Apr-27	As per plan	285.00	285.69	5 years
DMI Finance ESOP Plan 2025	01-Jul-24	22-May-25	71,471	Shares	See Below	01-Jul-27	As per plan	283.86	283.86	5 years
Employment Contract - Jun'25	01-Jun-25	22-May-25	5,02,297	Shares	See Below	01-Jun-26	As per plan	285.95	285.95	5 years
Employment Contracts - Sept'25	01-Jun-25	22-May-25	2,99,517	Shares	See Below	01-Jun-28	As per plan	285.95	285.95	5 years
Employment Contract - Mar'26	01-Sep-25	11-Aug-25	2,23,968	Shares	See Below	01-Sep-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	49,830	Shares	See Below	01-Apr-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	11,325	Shares	See Below	01-Oct-28	As per plan	286.00	286.00	5 years
Employment Contract - Mar'26	01-Mar-26	11-Feb-26	1,27,010	Shares	See Below	01-Jan-29	As per plan	286.00	286.00	5 years
Total			1,58,68,159							



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Graded vesting period*

*1 As per the vesting schedule 30% Options will vest on completion of one year, 30% on completion of two year and 40% on completion of three year from the grant date respectively.

*2. For Schemes Employment Contract - Aug'22 - III, Employment Contract - Jun'22, Employment Contract - Sep'22, Employment Contracts - Apr'22, Employment Contracts - Feb'22, Employment Contracts - Jan'22, Employment Contracts - Jul'22, Employment Contracts - May'22, Founder Circle Award 2019-20 (NBFC Apr'20), Founder Circle Award 2019-20 (NBFC Mar'20), Founder Circle Award 2020-21 (NBFC Apr'21), Founder Circle Award 2020-21 (NBFC Jul'21), Employment Contract - Mar'23, Employment Contract - Jul'23, Employment Contract - Oct'23, Employment Contract - Jan'24, Employment Contract - Apr'24, Employment Contract - Jul'24, DMI Finance ESOP Plan 2025, Employment Contract - Jun'25, Employment Contract - Sep'25 options will vest on completion of three years from the grant dates respectively.

*3. For Scheme Founder Circle Award 2022-23 (NBFC Feb'23), Founder Circle Award 2023-24 (NBFC Apr'23) options will vest on completion of five years from the grant date.

*4. For Scheme Employment Contract - Mar'26 options will vest on 01-04-2028, 01-10-2028 & 01-01-2029.

**Exercise period - Represents from grant date

Note for Scheme modified during the period

During the year, the Holding Company modified certain employee stock option schemes by extending the exercise period of vested options. Consequently, the fair value of the modified options was remeasured using the Black-Scholes valuation model and the incremental fair value has been accounted for in accordance with Ind AS 102 - Share-based Payment.

Scheme Name	Vesting Schedule	Number of Options Impacted	Original Exercise Expiry Date	Revised Exercise Expiry Date	Extension Granted	Fair value before modification	Fair value after modification	Incremental fair value on modification
DMI Finance ESOP Plan 2020	01-Jan-22, 01-Jan-23 & 01-Jan-24	6,055	01-Jan-26	01-Mar-28	2 years 2 months	205.06	217.48	12.42
DMI Finance ESOP Plan 2020	16-Feb-22, 16-Feb-23 & 16-Feb-24	9,228	16-Feb-26	01-Mar-28	~2 years	205.06	216.90	11.84
DMI Finance Plan 2021	01-Apr-22, 01-Apr-23 & 01-Apr-24	3,88,364	01-Apr-26	01-Mar-28	1 years 11 months	205.30	215.85	10.55
Founder Circle Award 2020-21 (NBFC Apr'21)	01-Apr-24	2,10,000	01-Apr-26	01-Mar-28	1 years 11 months	205.30	215.85	10.55



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

II. Reconciliation of options

March 31, 2026

Scheme Name	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed/Cancelled during the year*	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMI Finance ESOP Plan 2018-I	3,85,205	-	-	1,945	3,83,260	0.00
DMI Finance ESOP Plan 2018-III	38,784	-	-	6,463	32,321	0.50
DMI ESOP Plan, Management Scheme - II	64,641	-	-	-	64,641	0.50
DMI ESOP Plan, Legacy Scheme	-	-	-	-	-	-
DMI ESOP PLAN 2019	3,50,938	-	-	7,239	3,43,699	1.00
Founder Circle Award 2019-20 (NBFC Apr'20)	3,95,000	-	-	-	3,95,000	0.96
DMI Finance ESOP Plan 2020 - II	9,228	-	-	-	9,228	1.92
Founder Circle Award 2019-20 (NBFC Apr'20) - I	2,75,000	-	-	15,000	2,60,000	1.06
DMI Finance ESOP Plan 2020	2,50,644	-	-	2,801	2,47,843	1.00
DMI Finance ESOP Plan 2020 - III	6,055	-	-	-	6,055	1.92
DMI Finance Plan 2021	4,59,763	-	-	71,400	3,88,363	1.92
Founder Circle Award 2020-21 (NBFC Apr'21)	2,60,000	-	-	50,000	2,10,000	1.92
Founder Circle Award 2020-21 (NBFC Jul'21)	27,59,000	-	-	3,33,000	24,26,000	0.32
Employment Contracts - Jan'22	12,210	-	-	-	12,210	0.72
DMI ESOP Plan, Management Scheme - III	18,315	-	-	-	18,315	0.79
Employment Contracts - Feb'22 - I	6,105	-	-	-	6,105	0.83
Employment Contracts - Feb'22 - III	3,663	-	-	3,663	-	0.93
DMI Finance ESOP Plan 2022	4,47,949	-	-	41,660	4,06,289	1.00
DMI Finance ESOP Plan 2022 - II	749	-	-	-	749	1.25
Employment Contract - Aug'22 - III	1,670	-	-	-	1,670	1.40
Employment Contract - Jun'22	5,945	-	-	5,945	-	1.23
Employment Contract - Mar'23	29,154	-	-	-	29,154	1.92
Employment Contract - Sep'22	2,188	-	-	2,188	-	1.50
Employment Contracts - Apr'22	1,784	-	-	-	1,784	1.08
Employment Contracts - Jul'22	30,000	-	-	20,000	10,000	1.25
Employment Contracts - May'22	30,000	-	-	-	30,000	1.09
Founder Circle Award 2022-23 (NBFC Feb'23)	94,05,700	-	-	12,77,700	81,28,000	2.84
DMI Finance ESOP Plan 2023	4,80,755	-	-	63,104	4,17,651	2.01
Founder Circle Award 2023-24 (NBFC Apr'23)	3,50,000	-	-	-	3,50,000	3.01
Employment Contract - Jul'23	28,946	-	-	9,082	19,864	2.25
Employment Contract - Oct'23	11,525	-	-	8,382	3,143	2.51
Employment Contract - Jan'24	54,388	-	-	-	54,388	2.76
DMI Finance ESOP Plan 2024	3,39,154	-	-	36,653	3,02,501	3.01
Employment Contract - Apr'24	30,901	-	-	6,393	24,508	3.01
Employment Contract - Jul'24	83,817	-	-	12,346	71,471	3.25
DMI Finance ESOP Plan 2025	-	5,38,217	-	35,920	5,02,297	4.17
Employment Contract - Jun'25	-	3,02,461	-	2,944	2,99,517	4.17
Employment Contracts - Sept'25	-	2,23,968	-	-	2,23,968	4.42
Employment Contract - Mar'26	-	1,88,165	-	-	1,88,165	4.92
Total	1,66,29,176	12,52,811	-	20,13,828	1,58,68,159	

* There are no cancelled options during the FY 2025-26.

March 31, 2025

Scheme Name	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed/Cancelled during the year*	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMI Finance ESOP Plan 2018-I	4,07,225	-	-	22,020	3,85,205	1.82
DMI Finance ESOP Plan 2018-III	38,784	-	-	-	38,784	0.14
DMI ESOP Plan, Management Scheme - II	71,714	-	7,073	-	64,641	1.50
DMI ESOP Plan, Legacy Scheme	1,38,350	-	1,38,350	-	-	-
DMI ESOP PLAN 2019	3,60,043	-	-	9,105	3,50,938	2.00
Founder Circle Award 2019-20 (NBFC Apr'20)	3,95,000	-	-	-	3,95,000	1.97
DMI Finance ESOP Plan 2020 - II	9,228	-	-	-	9,228	0.88
Founder Circle Award 2019-20 (NBFC Apr'20) - I	2,75,000	-	-	-	2,75,000	2.06
DMI Finance ESOP Plan 2020	2,50,644	-	-	-	2,50,644	2.00
DMI Finance ESOP Plan 2020 - III	6,055	-	-	-	6,055	0.76
DMI Finance Plan 2021	4,60,392	-	-	629	4,59,763	1.00
Founder Circle Award 2020-21 (NBFC Apr'21)	2,60,000	-	-	-	2,60,000	1.00
Founder Circle Award 2020-21 (NBFC Jul'21)	27,59,000	-	-	-	27,59,000	1.32
Employment Contracts - Jan'22	12,210	-	-	-	12,210	1.72
DMI ESOP Plan, Management Scheme - III	18,315	-	-	-	18,315	1.79
Employment Contracts - Feb'22 - I	6,105	-	-	-	6,105	1.83
Employment Contracts - Feb'22 - III	3,663	-	-	-	3,663	1.93
DMI Finance ESOP Plan 2022	4,47,949	-	-	-	4,47,949	2.00
DMI Finance ESOP Plan 2022 - II	749	-	-	-	749	2.25
Employment Contract - Aug'22 - III	1,670	-	-	-	1,670	2.40
Employment Contract - Jun'22	5,945	-	-	-	5,945	2.23
Employment Contract - Mar'23	29,154	-	-	-	29,154	2.92
Employment Contract - Sep'22	2,188	-	-	-	2,188	2.50
Employment Contracts - Apr'22	1,784	-	-	-	1,784	2.08
Employment Contracts - Jul'22	30,000	-	-	-	30,000	2.25
Employment Contracts - May'22	30,000	-	-	-	30,000	2.09
Founder Circle Award 2022-23 (NBFC Feb'23)	94,05,700	-	-	-	94,05,700	3.84
DMI Finance ESOP Plan 2023	4,80,755	-	-	-	4,80,755	3.01
Founder Circle Award 2023-24 (NBFC Apr'23)	3,50,000	-	-	-	3,50,000	4.01
Employment Contract - Jul'23	28,946	-	-	-	28,946	3.25
Employment Contract - Oct'23	11,525	-	-	-	11,525	3.51
Employment Contract - Jan'24	54,388	-	-	-	54,388	3.76
DMI Finance ESOP Plan 2024	-	3,39,154	-	-	3,39,154	4.01
Employment Contract - Apr'24	-	30,901	-	-	30,901	4.01
Employment Contract - Jul'24	-	83,817	-	-	83,817	4.25
Total	1,63,52,481	4,53,872	1,45,423	31,754	1,66,29,176	

* There are no cancelled options during the FY 2024-25.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

III. Computation of fair value

For undertaking fair valuation of ESOP, the Holding Company is using Black-Scholes Model.

Scheme Name	Fair market value of shares (Rs.)	Volatility	Risk free rate	Dividend Yield	Exercise price (Rs.)	Option fair value
DMI ESOP PLAN 2019	95.49	30.00%	7.35%	-	95.49	38.86
Founder Circle Award 2019-20 (NBFC Apr'20)	101.87	30.00%	6.50%	-	100.00	40.75
DMI Finance ESOP Plan 2018 - II	22.81	15.00%	6.00%	-	43.90	0.67
DMI Finance ESOP Plan 2018	24.68	15.00%	7.50%	-	46.74	1.15
DMI ESOP Plan, Management Scheme - I	24.68	15.00%	7.50%	-	46.74	1.15
DMI ESOP Plan, Management Scheme - II	95.49	15.00%	7.50%	-	46.74	49.45
DMI ESOP Plan, Legacy Scheme	24.68	15.00%	7.00%	-	13.29	15.32
DMI Finance ESOP Plan 2020 - II	113.34	30.00%	6.14%	-	113.34	43.35
Founder Circle Award 2019-20 (NBFC Apr'20) - I	116.36	30.00%	6.14%	-	116.36	44.51
DMI Finance ESOP Plan 2020	116.36	30.00%	6.14%	-	116.36	44.51
DMI Finance ESOP Plan 2020 - III	113.34	30.00%	6.14%	-	113.34	43.35
DMI Finance Plan 2021	113.00	30.00%	6.60%	-	113.00	43.49
Founder Circle Award 2020-21 (NBFC Apr'21)	113.00	30.00%	6.14%	-	113.34	43.49
Founder Circle Award 2020-21 (NBFC Jul'21)	112.86	30.00%	6.14%	-	112.86	43.17
Employment Contracts - Jan'22	209.00	30.00%	6.60%	-	209.00	81.89
DMI ESOP Plan, Management Scheme - III	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - I	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - II	209.00	30.00%	6.60%	-	209.00	81.89
Employment Contracts - Feb'22 - III	209.00	30.00%	6.60%	-	209.00	81.89
DMI Finance ESOP Plan 2022	212.81	29.82%	6.83%	-	212.81	84.13
DMI Finance ESOP Plan 2022 - II	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contract - Aug'22 - II	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contract - Aug'22 - III	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contract - Jun'22	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contract - Mar'23	225.11	29.91%	7.65%	-	225.11	92.86
Employment Contract - Nov'22	217.77	29.91%	7.65%	-	221.53	88.32
Employment Contract - Sep'22	217.77	29.91%	7.65%	-	221.53	88.32
Employment Contracts - Apr'22	212.81	29.82%	6.83%	-	212.81	84.13
Employment Contracts - Jul'22	217.77	29.91%	7.65%	-	217.77	89.83
Employment Contracts - May'22	212.81	29.82%	6.83%	-	212.81	84.13
Founder Circle Award 2022-23 (NBFC Feb'23)	225.11	29.91%	7.65%	-	225.11	103.28
DMI Finance ESOP Plan 2023	259.18	24.15%	7.18%	-	259.18	95.57
Founder Circle Award 2023-24 (NBFC Apr'23)	259.18	24.15%	7.18%	-	259.18	107.15
Employment Contract - Jul'23	259.18	19.29%	7.10%	-	259.18	88.09
Employment Contract - Oct'23	276.54	19.09%	7.72%	-	281.84	95.44
Employment Contract - Jan'24	285.69	18.09%	7.13%	-	285.69	95.61
DMI Finance ESOP Plan 2024	285.69	16.90%	7.07%	-	285.00	93.84
Employment Contract - Apr'24	285.69	16.90%	7.07%	-	285.00	93.84
Employment Contract - Jul'24	283.86	17.05%	7.00%	-	283.86	92.51
DMI Finance ESOP Plan 2025	285.95	16.86%	5.96%	-	285.95	84.91
Employment Contract - Jun'25	285.95	16.86%	5.96%	-	285.95	84.91
Employment Contracts - Sept'25	285.95	16.55%	6.11%	-	285.95	85.58
Employment Contract - Mar'26	286.00	15.83%	6.58%	-	286.00	88.30

The Holding Company applies the fair value method of accounting to account for stock options issued by it to the employees of the Group. The fair market value of such instruments as at the grant date is recognized as an expense over the period in which the related services are received. Accordingly, fair value of the stock options and restricted stock units is amortized on a straight-line basis over the vesting period of the stock options. The Holding Company recognise share based compensation in the Statement of Profit and Loss with a corresponding credit to Share based payments outstanding reserve.

Options have been given to employees of the Group in accordance with "DMI Employee Stock Option Plan - 2018".

The employees compensation expense for Stock options during the year ended 31 March 2026 amounts to Rs. 167.79 millions (previous year Rs. 273.04 millions).



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

42 Disclosures in respect of Related Parties as per Indian Accounting Standard (Ind AS) – 24 'Related Party Disclosures

(a) List of related parties

Parent company
DMI Limited

Fellow subsidiaries
DMI Housing Finance Private Limited
Glimmer Technologies Private Limited(formerly known as DMI Infotech Solutions Private Limited) (upto 25 Aug 2024)

Joint Venture
Ampverse DMI Private Limited

Key managerial personnel (KMP)

Name	Designation
Mr. Yuvraja Chanakya Singh	Non-Executive Director (Joint Managing Director upto Jan 20, 2025)
Mr. Shivashish Chatterjee	Managing Director (Joint Managing Director upto Jan 20, 2025)
Mrs. Bina Singh	Director (upto 25 Dec 2024)
Mrs. Jayati Chatterjee	Director (upto 25 Dec 2024)
Mr. Gurcharan Das	Director
Mr. Nipender Kochhar	Director
Mr. Alfred Victor Mendoza	Nominee Director (w.e.f 14 Nov 2022)
Mr. Masakazu Osawa	Nominee Director (w.e.f 13 Apr 2023 upto 25 March 2025)
Ms. Naomi Koike Hauser	Nominee Director (w.e.f April 13, 2024)
Mr. Tammir Amr	Independent Director (w.e.f 26 Dec 2024)
Mr. Arjun Malhotra	Independent Director (w.e.f 26 Dec 2024)
Ms. Jyoti Kheria	Company Secretary (16 May 24 upto 11 Dec 2024)
Mr. Niraj Khandelwal	Chief Financial Officer (w.e.f 13 Nov 2024 upto 29 April 2025)
Mr. Vivek Wadhwa	Chief Financial Officer (w.e.f 14 Aug 2023 to 01 April 2024)
Mr. Jatinder Bhasin	Interim Chief Financial Officer (w.e.f April 25, 2024 upto 12 Nov 2024)
Ms. Reena Jayara	Company Secretary (w.e.f 14 February 2025)
Mr. Masashige Nakazono	Nominee Director (w.e.f. 28 March 2025)
Mr. Arindam Ahindra Das	Chief Executive Officer (w.e.f 23 May 2025)
Mr. Arpit Baheti	Interim Chief Financial Officer (w.e.f 23 May 2025 upto 13 Aug 2025)
Mr. Pratik Adatia	Chief Financial Officer (w.e.f 13 Aug 2025)

Relatives of KMP

Relative of Mr. Yuvraja Chanakya Singh

Mrs. Bina Singh

Relative of Mr. Shivashish Chatterjee

Ms. Paromita Chatterjee

Mrs. Jayati Chatterjee

Enterprises over which key management personnel and relatives of such personnel exercise significant influence with whom transactions have been undertaken:

Quickwork Technologies Private Limited
DMI Alternatives Private Limited (w.e.f 26 Sep 2023)

Entity with significant influence

Ganesha Fixed Income Limited

(b) Significant transactions with related parties:

Name of related party	Nature of transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
DMI Housing Finance Private Limited	Resource sharing fees and other cost recovery	28.44	35.68
	Share based expense	(34.75)	10.05
	Amount paid in respect of exercise of warrant/ESOP	-	14.97
	DSA Commission	0.91	0.64
	Reimbursement of expense paid by related party on behalf of entity	8.49	6.87
	Other Expense	0.13	-
	Acquisition of Loan Against Property (LAP) pool by way of Direct Assignment	1,118.96	-
Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited)	Investment in optionally convertible debentures	-	220.00
	Investment in compulsory convertible debentures	-	30.00
	Interest income from optionally convertible debentures	-	46.88
	Interest income from compulsory convertible debentures	-	0.31
	other expense	-	14.81
DMI Alternatives Private Limited	Shared Resource and Other Cost recovery	23.25	85.24
	Share based expense	(2.21)	0.66
	Payment received for options and warrants	-	5.03
	Reimbursement of expense paid by related party on behalf of entity	1.80	2.62
Ampverse DMI Private Limited	Investment in compulsorily convertible preference shares	8.20	106.60
	Inter corporate Loans	85.00	-
	Interest Income	1.18	-
	other expense	0.68	-
Ganesha Fixed Income Limited	Interest expense	13.13	10.79
	Debt raised	-	134.00
Quickwork Technologies Private Limited	Other Expenses	27.47	12.94



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Name of related party	Nature of transactions	For the year ended March 31, 2026	For the year ended March 31, 2025
Mrs. Bina Singh	Sitting fee	-	0.16
	Reimbursement of expenses	0.32	0.21
Mr. Yuvraja Chanakya Singh	Remuneration	-	53.40
	Post employment benefits	-	0.29
	Sitting fee	0.38	0.06
	Reimbursement of expenses	0.49	-
Mr. Shivashish Chatterjee	Remuneration	62.73	51.24
	Post employment benefits	0.36	0.36
	Reimbursement of expenses	8.33	10.38
Mrs. Jayati Chatterjee	Sitting fees	-	0.26
Mr. Tammir Amr	Sitting fees	0.35	0.06
Mr. Gurcharan Das	Sitting fees	0.15	0.20
Mr. Nipender Kochhar	Sitting fees	0.43	0.34
Mr. Arjun Malhotra	Sitting fees	0.39	0.02
Mr. Vivek Wadhera*	Remuneration	-	0.68
Ms. Paromita Chatterjee	Consultancy Fee	1.72	1.58
Ms. Jyoti Kheria*	Remuneration	-	1.44
Mr. Jatinder Bhasin*	Remuneration	-	19.36
Ms. Reena Jayara*	Remuneration	6.95	0.83
Mr. Niraj Khandelwal*	Remuneration	-	4.41
Mr. Arindam Ahindra Das *	Remuneration	18.70	-
Mr. Arpit Baheti *	Remuneration	0.58	-
Mr. Pratik Adatia*	Remuneration	8.57	-

* Remuneration does not include post employment benefits

(c) Outstanding balances with related parties:

Name of related party	Nature of balances	As at March 31, 2026	As at March 31, 2025
DMI Alternatives Private Limited	Employee Stock Option Plan recoverable	-	2.21
DMI Housing Finance Private Limited	Trade Receivable	-	40.27
	Employee Stock Option Plan payable	-	34.75
	Other payable	-	0.14
	Trade Receivable	0.61	10.74
Ganesha Fixed Income Limited	Borrowings from Non-convertible debentures	134.00	134.00
	Interest expense	0.87	10.79
Quickwork Technologies Private Limited	other payable	0.34	0.26
Ampverse DMI Private Limited	Investment in compulsorily convertible preference shares	246.00	237.80
	Inter corporate Loans	85.00	-
	Interest income	1.06	-
Mr. Tammir Amr	Other payables	0.03	-
Ms. Paromita Chatterjee	Trade Receivable	0.01	-



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

43 The Holding Company uses MS-Business Central software for maintaining books of accounts. This software has a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software.
Three subsidiaries use Microsoft Navision software and one subsidiary uses Tally for maintenance of accounting data. Both these softwares have inherent feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software.

44 As per Reserve Bank of India (Non-Banking Financial Companies – Income Recognition, Asset Classification and Provisioning) Directions, 2025 (RBI/DOR/2025-26/356 DOR.STR.REC.No.275/21.04.048/2025-26) dated November 28, 2025 (as amended from time to time), Non-banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset classification and provisioning (IRACP) norms (including provision on Standard Asset). The impairment allowances under Ind AS 109 made by the Holding Company exceeds the total Provision required under IRACP (including Standard Asset provisioning), as at March 31, 2026 and accordingly no amount is required to be transferred to impairment reserve.

45 Capital

The Holding Company actively manages its capital base to cover risk inherent to its business and meets the capital adequacy requirements of the regulator, Reserve Bank of India (RBI).

(i) Capital management:

Objective

The Holding Company's objective is to maintain appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment. The Holding Company aims to maintain a strong capital base to support the risks inherent to its business and its growth strategy. The Holding Company endeavours to maintain a higher capital base than the mandated regulatory capital at all times.

Planning

The Holding Company's assessment of capital requirement is aligned to its planned growth which forms part of an annual operating plan which is approved by the Board and also a long range strategy. These growth plans are aligned to assessment of risks- which include credit, liquidity and interest rate.

The Holding Company endeavours to maintain its Capital Risk Adequacy Ratio (CRAR) higher than the mandated regulatory norm. Accordingly, increase in capital is planned well in advance to ensure adequate funding for its growth.

(ii) Regulatory capital

	As at March 31, 2026	As at March 31, 2025
Tier I capital	66,464.76	64,365.93
Tier II capital	385.31	243.06
Total capital (Tier I + II)	66,850.07	64,608.99
Risk weighted assets	93,701.42	1,05,812.06
CRAR - Tier I capital (%)	70.93%	60.83%
CRAR - Tier II capital (%)	0.41%	0.23%
CRAR (%)	71.34%	61.06%

The CRAR is computed as per Master Direction – Reserve Bank of India (Non-Banking Financial Companies – Prudential Norms on Capital Adequacy) Directions, 2025 (RBI/DOR/2025-26/345 DOR.CAP.REC.264/21-01-002/2025-26) dated November 28, 2025 (as amended from time to time).

In order to achieve this overall objective, the Holding Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

46 Contingent liabilities and commitments (to the extent not provided for)

a. Contingent liabilities

	As at March 31, 2026	As at March 31, 2025
GST liability in respect of mismatch of GSTR 1 and GSTR 3B	3.57	3.57
GST liability in respect of mismatch of GSTR 2A and Table 8A of GSTR 9	-	1.14
GST liability in respect of mismatch of place of supply between the invoice entered by counterparty and the Holding Company	6.56	6.73
GST liability in respect of Input Tax Credit (ITC) availed, utilized and reversed	91.74	-

b. Commitments

Commitments for intangible assets under development (net of advances)	2.60	0.58
Commitments for sanctioned loans but undisbursed	520.35	-

c. The Holding Company has other commitments, for purchase of goods and services and employee benefits, in the normal course of business.

d. The Holding Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

47 Reconciliation of liabilities arising from financing activities

Particulars	Debt securities	Borrowings other than debt securities	Liability against leased assets	Total
April 01, 2024	8,862.16	59,510.11	265.29	68,637.56
Cash flows:				
- Repayment	(10,501.25)	(66,997.83)	(110.75)	(77,609.82)
- Proceeds	10,900.72	42,048.77	-	52,949.49
Non-cash				
- Deferment / amortisation of upfront fees and other charges	5.67	103.16	-	108.82
- Additions during the year	-	-	263.29	263.29
- Deletions during the year	-	-	(0.88)	(0.88)
- Others	-	-	43.74	43.74
March 31, 2025	9,267.30	34,664.21	460.69	44,392.20
Cash flows:				
- Repayment	(4,140.00)	(28,428.66)	(143.19)	(32,711.85)
- Proceeds	800.00	12,862.28	-	13,662.28
Non-cash				
- Deferment / amortisation of upfront fees and other charges	18.37	75.45	-	93.82
- Additions during the year	-	-	136.05	136.05
- Deletions during the year	-	-	-	-
- Others	-	-	46.78	46.78
March 31, 2026	5,945.67	19,173.28	500.33	25,619.28

Note: There is no non cash movement in investing activities except depreciation of Rs. 59.98 millions (previous year Rs. 54.87 millions) in Property, plant and Equipment.

48 Leases

The Holding Company has lease contracts for office and residential spaces taken on lease. The lease terms are between 1 to 10 years.

The Holding Company also has certain lease with lease terms of 12 months or less. The Holding Company applies the 'short-term lease' recognition exemptions for these leases.

The carrying amounts of right-of-use assets recognized and the movements during the period are as follows:

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Balance at the beginning of the year	398.51	219.48
Additions made during the year	136.05	263.29
Deletions during the year	-	(0.91)
Amortisation on right of use assets	94.00	83.35
Balance at the end of the year	440.56	398.51

The carrying amounts of lease liabilities and the movements during the period are as follows:

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Balance at the beginning of the year	460.69	265.29
Additions made during the year	136.05	263.29
Interest accretion for the year	46.78	43.74
Deletions during the year	-	(0.88)
Payments made during the year	(143.19)	(110.75)
Balance at the end of the year	500.33	460.69

The effective interest rate for lease liabilities is 10%, with maturity ranging to 2034-35.

The following are the amounts recognized in profit and loss :

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Depreciation expense in respect of right-of-use asset	94.00	83.35
Interest expense in respect of lease liabilities	46.78	43.74
Expense relating to short-term leases (included on other expenses)	7.17	7.94
Total amount recognised in profit or loss	147.95	135.03

The Holding Company's total cash outflows for leases was Rs 143.19 Millions during the year (previous year Rs 110.75 Millions)

Maturity Analysis of Lease Liabilities

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Upto 1 month	7.12	6.31
Over 1 month to 2 month	7.18	6.56
Over 2 months to 3 months	7.24	6.62
Over 3 months to 6 months	22.16	20.25
Over 6 months to 1 year	41.32	37.82
Over 1 year to 3 years	144.06	143.13
Over 3 years and upto 5 years	120.72	87.96
Over 5 years	150.53	152.04
Total	500.33	460.69



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

49 Tax expenses

The major components of income tax expense for the years ended March 31, 2026 and March 31, 2025 are :

	Year ended March 31, 2026	Year ended March 31, 2025
Current tax	38.71	203.65
Deferred tax (credit)/charge	200.82	(163.36)
Income tax expense reported in the statement of profit or loss	239.53	40.29

The major components of tax expense and its reconciliation to expected tax expense based on the enacted tax rate applicable to the Company is 25.17% (March 31, 2025: 25.17%) and the reported tax expense in statement of profit and loss are as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
Profit before tax	754.98	(237.16)
Income-tax rate	25.17%	25.17%
Expected tax expense	190.01	-59.69
Expenditure on Corporate Social Responsibility disallowed u/s 37	17.01	18.00
Interest paid to Associated Enterprise disallowed u/s 94B	-	2.72
Disallowance/addition u/s 36(1)(va) and 43B	-	0.18
Capital Expenditure disallowed u/s 37	2.43	0.25
Loss on subsidiary	-	10.71
Others	30.08	68.12
Tax expense	239.53	40.29



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

50 Maturity analysis of assets and liabilities:

Particulars	As at March 31, 2026			As at March 31, 2025		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	10,382.15	-	10,382.15	9,098.99	-	9,098.99
Bank balance other than cash and cash equivalents	1,164.64	478.10	1,642.74	1,465.38	1,048.84	2,514.22
Trade receivables	307.23	-	307.23	99.93	-	99.93
Loans	44,194.19	27,148.97	71,343.16	51,830.72	23,536.59	75,367.31
Investments	4,648.47	2,880.22	7,528.69	20,548.32	1,221.98	21,770.30
Other financial assets	1,230.41	81.72	1,312.13	545.99	140.63	686.62
Non- financial assets						
Current tax assets (net)	1,643.30	-	1,643.30	1,451.24	-	1,451.24
Deferred tax assets (net)	-	2,138.03	2,138.03	-	2,320.90	2,320.90
Property, plant and equipment	-	178.82	178.82	-	143.71	143.71
Intangible assets under development	3.80	1.77	5.57	3.71	-	3.71
Goodwill	-	331.63	331.63	-	331.63	331.63
Right of use assets	95.95	344.61	440.56	84.86	313.65	398.51
Other intangible assets	-	927.70	927.70	-	689.46	689.46
Other non- financial assets	323.09	149.46	472.55	356.61	52.75	409.36
Assets held for sale	75.00	-	75.00	75.00	-	75.00
	64,068.23	34,661.03	98,729.26	85,560.75	29,800.14	1,15,360.89
LIABILITIES AND EQUITY						
LIABILITIES						
Financial liabilities						
A) Trade payables						
(i) total outstanding dues of micro and small enterprises	24.56	-	24.56	8.50	-	8.50
(ii) total outstanding dues of creditors other than micro and small enterprises	1,722.27	-	1,722.27	1,089.70	3.86	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	-	689.05	863.06	11.93	874.99
Debt securities	5,250.00	695.67	5,945.67	2,443.86	6,823.44	9,267.30
Borrowings (other than debt securities)	13,452.47	5,720.81	19,173.28	25,240.55	9,423.66	34,664.21
Lease liabilities	85.03	415.30	500.33	77.56	383.13	460.69
Other financial liabilities	629.88	-	629.88	393.30	102.84	496.14
Non financial liabilities						
Provisions	12.66	222.62	235.28	4.15	182.15	186.30
Other non-financial liabilities	431.89	2.65	434.54	222.40	1.86	224.26
Equity						
Equity share capital	-	7,426.32	7,426.32	-	7,426.32	7,426.32
Other equity	-	61,737.85	61,737.85	-	60,734.89	60,734.89
Non Controlling Interest	-	210.23	210.23	-	(76.27)	(76.27)
	22,297.81	76,431.45	98,729.26	30,343.08	85,017.81	1,15,360.89



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

51 Risk management

Introduction and risk profile

The Holding Company is a private finance company in India and is regulated by the Reserve Bank Of India (RBI). In view of the intrinsic nature of operations, the Group is exposed to a variety of risks, which can be broadly classified as liquidity risk, credit risk, interest rate risk and equity price risk. It is also subject to various regulatory risks.

Risk management structure and policies

As a lending institution, Group is exposed to various risks that are related to lending business and operating environment. The Principal Objective in Group's risk management processes is to measure and monitor the various risks that group is subject to follow policies and procedures to address such risks. Group's risk management framework is driven by Board and its subcommittees including the Audit Committee, the Asset Liability Management Committee and Risk Management Committee. Group gives due importance to prudent lending practices and have implemented suitable measures for risk mitigation, which include verification of credit history from credit information bureaus, personal verification of a customer's business and residence, technical and legal verifications, conservative loan to value.

(A) Liquidity risk

Liquidity risk is the potential for loss to an institution arising from either its inability to meet its obligations or to fund increases in assets as they fall due without incurring unacceptable cost or losses.

The Group manages liquidity risk by measuring and managing net funding requirements using a maturity ladder and calculation of cumulative surplus or deficit of funds at selected maturity dates which has been adopted as a standard tool. The Group's Assets-Liability Committee (ALCO) is responsible for determining the appropriate mix of available funding sources utilized to ensure Group liquidity is managed prudently and appropriately. With regard to the process of liquidity management, ALCO also considers the current economic and market environment, near-term loan growth projections and long-term strategic business decisions.

The table below summarises the maturity profile of the undiscounted cash flows of the Group's financial assets and liabilities

March 31, 2026	upto 1 month	Over 1month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	10,383.17	-	-	-	-	-	-	-	10,383.17
Bank balance other than Cash and cash equivalents	489.91	103.84	443.09	169.91	500.20	0.17	-	-	1,707.12
Trade receivables	233.50	58.67	3.20	-	11.86	-	-	-	307.23
Loans	7,370.14	5,872.58	5,595.75	14,819.81	20,306.30	29,106.57	3,116.83	2,887.67	89,075.65
Investments	1,279.13	665.14	646.45	1,439.91	1,223.01	1,647.86	319.92	601.48	7,822.90
Other financial assets	345.68	353.03	394.15	6.58	130.96	41.26	16.23	24.24	1,312.13
Financial liabilities									
Payables	940.73	347.22	628.51	2.38	501.28	-	15.76	-	2,435.88
Debt securities	1.35	1.71	11.08	114.69	5,178.10	697.38	-	-	6,004.31
Borrowings (other than debt securities)	790.28	812.66	1,689.75	5,735.70	4,535.03	5,789.04	2.11	-	19,354.57
Lease liabilities	11.29	11.29	11.29	33.93	63.24	211.91	163.90	170.61	677.46
Other financial liabilities	148.16	454.09	19.74	7.89	-	-	-	-	629.88

March 31, 2025	upto 1 month	Over 1month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	9,099.12	1.78	-	-	-	-	-	-	9,100.90
Bank balance other than Cash and cash equivalents	24.27	-	91.70	580.78	864.79	1,055.07	-	-	2,616.61
Trade receivables	48.07	47.60	0.40	-	3.86	-	-	-	99.93
Loans	7,065.43	7,803.29	7,367.68	18,602.87	25,083.53	27,056.26	4,090.67	1.23	97,070.96
Investments	17,647.42	529.77	378.85	1,071.31	1,235.11	259.69	1,006.80	2,828.30	24,957.25
Other financial assets	3.12	231.51	176.20	27.10	108.06	111.12	10.83	18.68	686.62
Financial liabilities									
Payables	690.96	203.79	198.64	26.06	841.82	15.78	-	-	1,977.05
Debt securities	13.50	-	117.92	2,774.60	369.44	7,554.51	-	-	10,829.97
Borrowings (other than debt securities)	1,998.74	2,298.01	3,849.88	7,535.95	11,610.47	10,220.15	-	-	37,513.19
Lease liabilities	10.15	10.36	10.36	31.13	58.07	206.27	127.81	175.09	629.24
Other financial liabilities	89.54	-	232.73	71.03	-	102.84	-	-	496.14



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

(B) Credit risk

Credit risk arises from the potential that an obligor is either unwilling to perform on an obligation or its ability to perform such obligation is impaired resulting in economic loss to the Group. The Group's credit risk management framework is categorized into following main components:

- Senior management's oversight
- Organizational structure
- Systems and procedures for identification, acceptance, measurement, monitoring and controlling risks.

It is the overall responsibility of the Group's senior management to approve the Group's credit risk strategy and lending policies relating to credit risk and its management.

To maintain credit discipline and to enunciate credit risk management and control process there is a separate risk management department independent of loan origination function. The risk management department performs the function of credit policy formulation, credit limit setting, monitoring of credit exceptions / exposures and review / monitoring of documentation.

The carrying amount of financial assets represents the maximum credit exposure.

Analysis of risk concentration

The following table shows the risk concentration by industry for the financial assets of the Group:

March 31, 2026	Financial services	Government	Real estate	MSME	Services and manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	10,382.15	-	-	-	-	-	-	10,382.15
Bank balance other than cash and cash equivalents	1,642.74	-	-	-	-	-	-	1,642.74
Loans - Corporate*	217.89	-	1,624.89	-	-	-	10.64	1,853.42
Loans - Consumer loans*	-	-	-	2,873.93	-	66,530.61	-	69,404.54
Loans to related parties*	-	-	-	-	-	-	85.20	85.20
Trade receivables	307.23	-	-	-	-	-	-	307.23
Investments*	923.77	-	396.14	-	-	-	6,208.78	7,528.69
Other financial assets	451.52	-	-	-	-	-	860.61	1,312.13
Total	13,925.30	-	2,021.03	2,873.93	-	66,530.61	7,165.23	92,516.10

March 31, 2025	Financial services	Government	Real estate	MSME	Services and manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	9,098.99	-	-	-	-	-	-	9,098.99
Bank balance other than cash and cash equivalents	2,514.22	-	-	-	-	-	-	2,514.22
Loans - Corporate*	118.66	-	2,748.45	-	-	-	12.97	2,880.08
Loans - Consumer loans*	-	-	-	-	-	72,487.23	-	72,487.23
Trade receivables	99.93	-	-	-	-	-	-	99.93
Investments*	17,600.82	-	403.59	-	-	-	3,765.89	21,770.30
Other financial assets	461.77	-	-	-	-	-	224.85	686.62
Total	29,894.39	-	3,152.04	-	-	72,487.23	4,003.71	1,09,537.37

* Net of impairment loss allowance

(C) Market risk

Market risk is the risk that the value of on and off-balance sheet positions of a financial institution will be adversely affected by movements in market rates or prices such as interest rates, foreign exchange rates, equity prices, credit spreads and/or commodity prices resulting in a loss to earnings and capital.

Financial institutions may be exposed to market risk in variety of ways. Market risk exposure may be explicit in portfolios of securities / equities and instruments that are actively traded. Conversely it may be implicit such as interest rate risk due to mismatch of loans and deposits. Besides, market risk may also arise from activities categorized as off-balance sheet item. Therefore, market risk is potential for loss resulting from adverse movement in market risk factors such as interest rates, forex rates, equity and commodity prices.

The Group's exposure to market risk is primarily on account of interest rate risk and equity price risk.

Total market risk exposure

Particulars	As at March 31, 2026	As at March 31, 2025	Primary risk sensitivity
ASSETS			
Financial assets			
Investments (Other than credit substitutes and pass through certificate)**	3,745.83	17,774.10	Equity price
Credit substitutes and pass through certificate**	4,270.10	4,399.77	Interest rate
LIABILITIES			
Financial liabilities			
Debt securities	5,945.67	9,267.30	Interest rate
Borrowings (other than debt securities)	19,173.28	34,664.21	Interest rate

**Gross of impairment loss allowance



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

(i) Interest rate risk:-

Interest rate risk arises when there is a mismatch between positions, which are subject to interest rate adjustment within a specified period. The Group's lending, funding and investment activities give rise to interest rate risk. The immediate impact of variation in interest rate is on the Group's net interest income, while a long term impact is on the Group's net worth since the economic value of the assets, liabilities and off-balance sheet exposures are affected. While assessing interest rate risks, signals given to the market by RBI and government departments from time to time and the financial industry's reaction to them shall be continuously monitored.

Due to the very nature of financing, the Group is exposed to moderate to higher interest rate risk. This risk has a major impact on the balance sheet as well as the income statement of the Group. Interest rate risk arises due to:

- i) Changes in regulatory or market conditions affecting the interest rates
- ii) Short term volatility
- iii) Prepayment risk translating into a reinvestment risk
- iv) Real interest rate risk.

Interest rate risk exposure

	As at March 31, 2026	As at March 31, 2025
Variable Rate Borrowings	9,333.53	23,945.52
Fixed Rate Borrowings	15,785.42	19,985.99

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) on the Group's statement of profit and loss:

Particulars	Effect on net profit	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Decrease in 50 basis points	68.51	234.80
Increase in 50 basis points	(68.51)	(234.80)

(ii) Equity price risk

Impact on	As at March 31, 2026					
	Increase in equity price (%)	Effect on profit before tax	Effect on Equity	Decrease in equity price (%)	Effect on profit before tax	Effect on Equity
FVTOCI Investments	10%	-	44.10	10%	-	(44.10)
FVTPL Investments	10%	48.60	-	10%	(48.60)	-

Impact on	As at March 31, 2025					
	Increase in equity price (%)	Effect on profit before tax	Effect on Equity	Decrease in equity price (%)	Effect on profit before tax	Effect on Equity
FVTOCI Investments	10%	-	42.55	10%	-	(42.55)
FVTPL Investments	10%	1,718.01	-	10%	(1,718.01)	-

(iii) Foreign Currency risk exposure

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group is exposed to foreign currency fluctuation risk for its foreign currency receivables.

(a) The foreign currency exposures for the year ended are as follows:

Particulars	As at March 31, 2026 [#]		As at March 31, 2025 [#]	
	Total	Unhedged	Total	Unhedged
Trade Receivables (INR - in millions)	-	-	0.13	0.13
Trade Receivables (USD - in millions)	-	-	0.00	0.00

Particulars	As at March 31, 2026 [#]		As at March 31, 2025 [#]	
	Total	Unhedged	Total	Unhedged
Trade Payables (INR - in millions)	3.67	3.67	-	-
Trade Payables (USD - in millions)	0.04	0.04	-	-

Including indirect taxes

Note: There is no hedged foreign currency exposure

(b) Sensitivity Analysis

The following table demonstrates the sensitivity to a reasonably possible change in foreign exchange rates (all other variables being constant) on the Group's statement of profit and loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Decrease by 1%	(0.04)	(0.00)
Increase by 1%	0.04	0.00



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

52 Financial instruments

Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using a valuation technique.
In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

Valuation governance

The Group's process to determine fair values is part of its periodic financial close process. The Audit Committee exercises the overall supervision over the methodology and models to determine the fair value as part of its overall monitoring of financial close process and controls. The responsibility of ongoing measurement resides with business units. Once submitted fair value estimates are also reviewed and challenged by the risk and finance functions.

Assets and liabilities by fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	As at March 31, 2026			As at March 31, 2025		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Assets measured at fair value on a recurring basis						
<i>Financial investment measured at FVTPL</i>						
Mutual funds	485.98	-	-	485.98	17,180.11	-
Total financial investment measured at FVTPL	485.98	-	-	485.98	17,180.11	-
<i>Financial investments measured at FVOCI</i>						
Credit Substitutes	-	-	213.39	213.39	-	213.39
Compulsorily convertible preference shares in Alchemist Asset Reconstruction Company Limited	-	-	-	-	-	34.50
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	-	-	80.00	80.00	-	160.01
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	-	-	103.41	103.41	-	-
Loans						
Non-convertible debentures - unquoted	-	-	59.09	59.09	-	72.33
Equity Instruments						
Alchemist Asset Reconstruction Company Limited	-	-	254.38	254.38	-	226.20
Other instruments						
Investment in Corporate bonds	1,918.41	-	-	1,918.41	-	-
Investment in Treasury bills	739.96	-	-	739.96	-	-
Units of DMI AIF Special Opportunities Scheme	-	-	3.25	3.25	-	4.76
Total financial investments measured at FVOCI	2,658.37	-	713.52	3,371.89	-	711.19
Total financial assets measured at fair value	3,144.35	-	713.52	3,857.87	17,180.11	17,891.30



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Valuation techniques

Financial instruments measured at FVTPL (other than CCPs)

The equity instruments which are traded on public stock exchanges with readily available active prices on a regular basis and are classified as level 1. Units held in mutual funds are valued at NAV of respective investment and are classified as Level 1.

Equity instruments measured at FVOCI

Equity instruments in non-listed entities are valued on a case-by-case either based on net worth of investee company or valuation report issued by independent Valuer, are classified as Level 3.

Debt Securities and loans at FVOCI

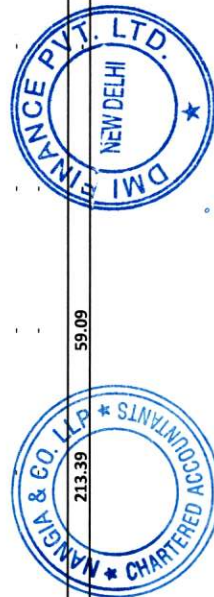
- A. Fair Value is calculated by discounting future cashflows.
- B. The discounting spread is calculated as summation of yields of G-Sec for similar tenure, sector specific spread, liquidity spread and spread based on score from internal risk rating model.
- C. The risk rating model incorporates both quantitative and qualitative information on the borrower. Some of the factors that risk model considers are –
 - Area delivered in past across segments
 - Financial strength (of the entity and group)
 - Debt track record (debt repaid in past, current & past delinquency)
 - Stages of various projects of developer
 - Asset cover (Cashflow and Security)

There have been no transfers between Level 1, Level 2 and Level 3 for the Year ended March 31, 2026 and March 31, 2025.

Movements in Level 3 financial instruments measured at fair value

	Equity Shares	Units of DMI AIF Special Opportunities Scheme	Security receipts of Alchemist XV Trust	Credit Substitutes*	NCD Unquoted*	Compulsorily Convertible Debentures*	Optionally Convertible Debentures*	Compulsorily convertible preference shares	Total
At March 31, 2024	222.82	5.80	-	213.39	104.87	-	752.88	194.51	1,494.27
Purchase	-	-	-	-	-	-	-	-	-
Change in classification	(3.58)	-	-	-	-	-	(752.88)	-	(756.46)
Income Accrued	-	-	-	-	-	-	-	-	-
Sales / settlements	-	(1.52)	-	-	(32.54)	-	-	-	(34.06)
Conversion of Compulsorily convertible preference shares into equity shares	-	-	-	-	-	-	-	-	-
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the other comprehensive income	6.96	0.48	-	-	-	-	-	-	7.44
At March 31, 2025	226.20	4.76	-	213.39	72.33	-	-	194.51	711.19
Purchase	-	-	-	-	-	-	-	103.41	103.41
Change in classification	-	-	-	-	-	-	-	-	-
Income Accrued	-	1.74	-	-	-	-	-	-	1.74
Sales / settlements	-	(2.97)	-	-	(13.24)	-	-	-	(16.21)
Conversion of Compulsorily convertible preference shares into equity shares	34.50	-	-	-	-	-	-	(34.50)	-
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the other comprehensive income	(6.32)	(0.28)	-	-	-	-	-	(80.01)	(86.61)
At March 31, 2026	254.38	3.25	-	213.39	59.09	-	-	183.41	713.52

*Total Gains/Loss for the period recognized in the Statement of Profit and Loss consists of income other than fair value change



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Impact on fair value of level 3 financial instruments measured at fair value of changes to key assumptions

The table summarises the valuation techniques together with the significant unobservable inputs used to calculate the fair value of the Group's level 3 assets and liabilities.

March 31, 2026	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in Saarithi Finbiz Private Limited	80.00	Company Comparable Method	Enterprise value
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	103.41	Price of Recent Investment Method	Enterprise value
Equity shares in Alchemist Asset Reconstruction Company Limited	254.38	Combination of Discounted Projected Cash Flows and PE multiple method	Discount margin / spread
Credit Substitutes	213.39	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	59.09	Discounted Projected Cash Flows	Discount margin / spread
Units of DMI AIF Special Opportunities Scheme	3.25	Assets under management of units of respective class of Investee Fund	Instrument price
Total	713.52		

March 31, 2025	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in Saarithi Finbiz Private Limited	160.01	Comparable Company Method	Enterprise value
Compulsorily convertible preference shares in Alchemist Asset Reconstruction Company Limited	34.50	Discounted Projected Cash Flows	Discount margin / spread
Equity shares in Alchemist Asset Reconstruction Company Limited	226.20	Discounted Projected Cash Flows	Discount margin / spread
Credit Substitutes	213.39	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	72.33	Discounted Projected Cash Flows	Discount margin / spread
Units of DMI AIF Special Opportunities Scheme	4.76	Assets under management of units of respective class of Investee Fund	Instrument price
Total	711.19		

Quantitative analysis of significant unobservable inputs

Instrument price

Given the nature of this approach, there is no range of prices used as inputs.

Discount margin/spreads

Discount margin/spreads represent the discount rates used when calculating the present value of future cash flows. In discounted cash flow models such spreads are added to the benchmark rate when discounting the future expected cash flows. Hence, these spreads reduce the net present value of an asset or increase the value of a liability. They generally reflect the premium an investor expects to achieve over the benchmark interest rate to compensate for the higher risk driven by the uncertainty of the cash flows caused by the credit quality of the asset. They can be implied from market prices and are usually unobservable for illiquid or complex instruments.



DMI Finance Private Limited
Notes to the consolidated financial statements
(All Amount in Rs. millions, unless otherwise stated)

Sensitivity of fair value measurements to changes in unobservable market data

The table below describes the effect of a 10% movement in the significant unobservable input.
All changes, except for financial instruments at FVOCI would be reflected in Statements of Profit and Loss.

Particulars	As at March 31, 2026		As at March 31, 2025	
	Favourable changes	Unfavourable changes	Favourable changes	Unfavourable changes
Instruments measured through FVTPL (A)	-	-	-	-
Instruments measured through FVTOCI				
Equity shares in Alchemist Asset Reconstruction Company Limited	25.44	(25.44)	22.62	(22.62)
Credit Substitutes	21.34	(21.34)	21.34	(21.34)
Non-convertible debentures - unquoted	5.91	(5.91)	7.23	(7.23)
Units of DMI AIF Special Opportunities Scheme	0.33	(0.33)	0.48	(0.48)
Compulsory convertible preference shares in Alchemist Asset Reconstruction Company Limited	-	-	3.45	(3.45)
Compulsorily convertible preference shares in Saarathi Finbiz Private Limited	8.00	(8.00)	16.00	(16.00)
Compulsorily convertible preference shares in Finfactor Technologies Private Limited	10.34	(10.34)	-	-
Total (B)	71.35	(71.35)	71.12	(71.12)
Total (A+B)	71.35	(71.35)	71.12	(71.12)

The above analysis has been made without considering the impact of tax.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the group's financial statements. These fair values were calculated for disclosure purposes only. The below methodologies and assumptions relate only to the instruments in the above tables.

Borrowings - At Amortised cost

These includes term loans, securitisation and debt securities. The fair values of such liabilities are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3. The carrying vau of borrowings is approximately similar to fair value.

Investments - At amortised cost

These includes Credit substitutes, corporate loans, pass through certificates. The fair values of such instruments are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3. The carrying vau of investments classified at amortised cost is approximately similar to fair value.

Assets and liabilities other than above

The carrying value of assets and liabilities other than investments and borrowings at amortised cost represents a reasonable approximation of fair value



DMI Finance Private Limited
Notes to Consolidated Financial Statements
(All Amount in Rs. millions, unless otherwise stated)

53 (a) Previous year/periods figures have been regrouped/rearranged to make them comparable with the current year/period classification in accordance with Schedule III.

53 (b) There are no event observed after the reported period which have an impact on the Group's operations.

53 (c) The consolidated financial statements were approved by the Board of Directors on May 15, 2026.

53 (d) Disclosure on significant ratios:

Particulars	Description	As at March 31, 2026	As at March 31, 2025
Debt-Equity Ratio	[(Debt securities+ Borrowings (other than Debt Securities))/Total equity]	0.36	0.64
Net profit margin	Net profit after tax / total revenue from operations	2.97%	-0.88%
Total debts to total assets	[(Debt securities+ Borrowings (other than Debt Securities))/Total assets]	25.44%	38.08%
Gross Non-Performing Assets	Gross Stage III loans EAD / Gross total loans EAD	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%	2.69%
Asset cover ratio (no. of times)*	Amount of secured assets / Secured debt	1.34	1.30
Provision coverage ratio (%)	(Impairment loss allowance for Stage III/ Gross Stage III loans EAD)	48.24%	44.12%

*It is calculated for listed debt securities

54 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 Holding Company. Thereafter, the Holding 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 April 1, 2019 to June 9, 2025. The Holding 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 Holding Company to the Income-Tax authorities on requisite basis.

While the uncertainty exists regarding the outcome of the proceedings by the department, the Holding 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.

55 The Holding Company received an order dated October 17, 2024, from the Reserve Bank of India ("RBI") under section 45L(1)(b) of the Reserve Bank of India Act, 1934. This order directed the Holding Company to cease and desist sanction or disbursements of loan with effect from October 21, 2024, until the specific issues outlined in the order are adequately addressed and the identified deficiencies are resolved to the satisfaction of the RBI. RBI vide letter dated January 08, 2025 lifted the cease and desist order following the submission of the company's remediation steps.

56 Other Statutory Information

i During the current financial year, the Group has not undertaken any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

ii No penalties were imposed by the regulator during the financial year ended 31 March, 2026.

iii There are no such transaction which are not recorded in the books of account earlier and have been surrendered or disclosed as income during the current financial year in the tax assessments under the Income tax act, 1961.

iv The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

v The Group has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

vi The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

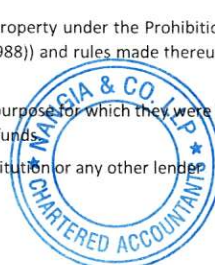
vii The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 for the financial year ended March 31, 2026 and March 31, 2025.

viii There are no transactions of undisclosed income not recorded in the books of accounts.

ix No proceedings have been initiated or pending against the Group for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (Formerly the Benami Transaction (Prohibition) Act 1988 (45 of 1988)) and rules made thereunder in the financial years ended March 31, 2026 and March 31, 2025.

x The Group has utilised the funds raised from banks and financial institutions for the specific purpose for which they were borrowed, money raised in surplus funds which were not required for immediate utilization were temporarily invested in liquid funds.

xi No company in the Group has been declared as wilful defaulter by any of banks, financial institution or any other lender.



57 Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements

Name of the entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
DMI Finance Private Limited	97.51%	69,755.69	14.28%	1,065.56	81.30%	-43.39	144.73%	1,022.17
Subsidiaries								
DMI Capital Private Limited	0.51%	361.89	0.02%	0.14	22.43%	-11.97	(1.68%)	(11.83)
Glimmer Technologies Private Limited	1.54%	1,098.95	(37.05%)	(281.40)	-2.10%	1.12	(39.69%)	(280.28)
Appnit Technologies Private Limited	0.45%	320.67	(1.10%)	(8.37)	-1.63%	0.87	(1.06%)	(7.50)
DMI Strategic Private Limited	0.00%	1.46	(0.01%)	(0.04)	0.00%		(0.01%)	(0.04)
Joint Venture (Investment as per equity method)								
Ampverse DMI Private Limited	0.00%	-	(2.14%)	(16.28)	0.00%	-	(2.31%)	(16.28)
Total	100.00%	71,538.66	100.0%	759.61	100.00%	-53.37	100.00%	706.24
Adjustments arising out of consolidation		(2,374.49)		(260.44)		-		(260.44)
Total		69,164.17		499.17		-53.37		445.80

58 Segment information

The Managing Director (Chief Operating Decision Maker) reviews the operations at the Group level. The operations of the Group 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 Group operates in a single geographical segment, i.e., domestic.



DMI Finance Private Limited
Notes to Consolidated Financial Statements
(All Amount in Rs. millions, unless otherwise stated)

59 Events occurring after reporting date

There are no significant events after the reporting period which require any adjustment or disclosure in the consolidated financial statements.

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

Jaspreet Singh Bedi
Partner
Membership Number: 601788

Place: Mumbai
Date: May 15, 2026



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U64990DL2008PTC182749

Shivaish Chatterjee
(Managing Director)
DIN: 02623460

Place: New Delhi
Date: May 15, 2026

Arindam Das
(Chief Executive Officer)

Pratik Adatia
(Chief Financial Officer)

Reena Jayara
(Company Secretary)

Place: New Delhi
Date: May 15, 2026

Place: New Delhi
Date: May 15, 2026

Place: New Delhi
Date: May 15, 2026

Nirender Kochhar
(Director)
DIN: 02201854

Place: New Delhi
Date: May 15, 2026

Form AOC-1
(Pursuant to first proviso to sub section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statements of Subsidiaries / Associate Companies / Joint Ventures

Part A - Subsidiaries

(Rs. in million)					
S. No.	Name of subsidiary	1 Appnit Technologies Pvt Limited*	2 DMI Capital Pvt Limited*	3 Glimmer Technologies Private Limited (formerly DMI Infotech Solutions Pvt Limited) *	4 DMI Strategic Advisors Private Limited*
1	Reporting period of the concerned subsidiary, if different from the company reporting period	Same as holding company	Same as holding company	Same as holding company	Same as holding company
2	Reporting currency and exchange rate as on the last date of the relevant FY in case of foreign subsidiary	NA	NA	NA	NA
3	Share Capital (INR)	102.75	10.61	1,768.88	1.50
4	Reserves and Surplus	217.92	351.28	-669.93	-0.04
5	Total Assets	653.78	379.71	1274.72	1.49
6	Total Liabilities	333.11	17.82	175.77	0.03
7	Investments	159.46	344.87	-	-
8	Turnover	329.97	-	40.03	-
9	Profit/(Loss) before tax	-11.19	-3.60	-373.24	-0.05
10	Provision for tax /Deferred Tax Expense/ (Credit)	-2.82	-3.74	-91.84	-0.01
11	Net Profit/(Loss) for the year	-8.37	0.14	-281.40	-0.04
12	Proposed dividend	-	-	-	-
13	Extent of shareholding (in percentage)	95.77%	100.00%	71.92%	100.00%

*Date of acquisition is 20-Jan-2022, 17-May-2013, 26-Aug-2024 & 31-Jul-2025 respectively in the order of subsidiaries mentioned

Part B : Joint Ventures

	Joint Ventures (JV)	Ampverse DMI Pvt Limited
1	Last audited Balance Sheet date	March 31, 2026
2	Date on which Associate or JV was associated or acquired	05 July'2023
3	Shares of Associate or JV held by the Company on the year end	
i.	No of shares	2,46,000
ii.	Amount of investment in Associates or JV	246 million
iii.	Extent of Holding (in %)	49%
4	Description of how there is significant influence	By virtue of 49% voting rights
5	Reason why the associate/Joint Venture is not consolidated	NA
6	Net worth attributable to shareholding as per latest BS	69.38
7	Profit or (Loss) for the year	-33.22
i.	Considered in consolidation	-16.28
ii.	Not considered in consolidation	-16.94

Sd/-
Shivashish Chatterjee
(Managing Director)
DIN: 02623460
Place: New Delhi
Date: May 15, 2026

Sd/-
Nipendar Kochhar
(Director)
DIN: 02201954
Place: New Delhi
Date: May 15, 2026

Sd/-
Arindam Das
(Chief Executive Officer)
Place: New Delhi
Date: May 15, 2026

Sd/-
Pratik Adatia
(Chief Financial Officer)
Place: New Delhi
Date: May 15, 2026

Sd/-
Reena Jayara
(Company Secretary)
Place: New Delhi
Date: May 15, 2026

DIRECTOR'S REPORT

Dear Members,

DMI Finance Private Limited

The Board of Directors ("**Board**") of DMI Finance Private Limited ("**DMI**"/ "**Company**") are pleased to present their 18th Director's Report along with the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2026. This Report read with the Management Discussion and Analysis Report, provides an overview of the macroeconomic environment, the Company's performance and various initiatives undertaken by the Company during the year.

STATE OF THE COMPANY AFFAIRS

- **OVERVIEW**

The Company is a Private Limited Company incorporated under the provisions of Companies Act, 1956 on September 02, 2008, duly subsisting under Companies Act, 2013 bearing CIN No. U64990DL2008PTC182749 and having its registered office at Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi – 110002.

Further, the Company is registered as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) vide Registration No. N-14.03176 dated January 05, 2009 issued by the RBI. The Company is categorised under Middle Layer Non-Banking Financial Company (NBFC) in accordance with the Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025 ("**RBI Directions**"), as amended. Also, the Non-Convertible Debentures (NCDs) of the Company are listed on the BSE Limited.

In addition, the Company is registered as an intermediary within the meaning of Insurance Regulatory and Development Authority of India ("**IRDAI**") as a Corporate Agent pursuant to the approval received from the IRDAI, effective from April 23, 2024.

The Company was falling into the category of High-Value Debt Listed Company ("**HVDLE**") as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and was required to comply with the provisions of Regulation 16 to 27 of Listing Regulations on 'comply or explain' basis until March 31, 2025 as per Regulation 15 of the said SEBI Listing Regulations.

However, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, dated March 27, 2025, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated January 20, 2026 increasing the threshold for the HVDLE from Rs. 500 crore to Rs. 1,000 crore and thereafter from Rs. 1,000 crore to Rs. 5,000 crore respectively, the Company ceased to be a High Value Debt Listed Entity since financial year 2025-26 and the provisions of Regulation 16 to 27 of SEBI Listing Regulations were no longer applicable on it. However, the Company continued to take the initiative to adopt these regulations during the financial year 2025-26 on a voluntary basis to the best extent possible.

DMI Finance Private Limited

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CIN: U64990DL2008PTC182749

• FINANCIAL PERFORMANCE OF THE COMPANY

During the year under review, the Company resumed full scale operations, post embargo during certain period in FY 25, with continued focus on retail lending, effective risk management, recovery of dues and stakeholder management. Despite challenges in the operating environment and geopolitical risks, the Company remained focused on improving its operational efficiency, enhancing recovery mechanisms, and adopting a cautious and optimistic approach towards lending. The Board is of the view that the Company's financial position remains continuing and provides a strong foundation for sustainable growth in the coming years.

The highlights of the standalone and consolidated financial performance of your Company for the financial years 2025-26 and 2024-25 are presented as under:

Consolidated Financials

(INR in Million)

Particulars	Consolidated	
	March 31, 2026	March 31, 2025
Revenue from Operations	17,344.77	31,661.91
Other Income	58.94	135.62
Total Income	17,403.71	31,797.53
Total Expenditure	16,648.73	32,034.69
Profit/(Loss) before Taxation	754.98	(237.16)
Tax Expenses/(Credits)	239.53	40.29
Profit/(Loss) for the year	515.45	(277.45)
Share of Profit of Associate/Joint venture	(16.28)	(32.83)
Net profit after taxes and Share in profit of Associate/Joint venture	499.17	(310.28)
Capital Redemption Reserve	81.21	81.21
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	2,798.06	2,584.95
Balance in Profit/(Loss) Account in balance sheet (Retained Earnings)	10,391.15	9,722.13

Standalone Financials

(INR in Million)

Particulars	Standalone	
	March 31, 2026	March 31, 2025
Revenue from Operations	17,006.40	30,972.43
Other Income	363.36	169.70
Total Income	17,369.76	31,142.13
Total Expenditure	15,966.26	31,064.87
Profit/(Loss) before Taxation	1,403.50	77.26
Tax Expenses / (Credits)	337.94	24.15
Profit/(Loss) after Taxation	1,065.56	53.11
Capital Redemption Reserve	81.21	81.21
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	2,798.06	2,584.95
Balance in Profit/(Loss) Account in balance sheet (Retained Earnings)	10,997.69	10,118.26

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CIN: U64990DL2008PTC182749

In addition, the status of some of the important financial parameters (Standalone) of the Company as on March 31, 2026 is mentioned below for your reference:

<i>(INR in Million)</i>		
Particulars	March 31, 2026	March 31, 2025
CRAR	71.34%	61.06%
GNPA	372.15	3,865.76
NNPA	192.62	2,160.10
GNPA %	4.84%	4.71%
NNPA %	2.57%	2.69%
Net Owned Funds	66,464.76	64,365.93

The Company remains committed to achieving sustainable and consistent growth in its loan portfolio through the implementation of well-defined business strategies, prudent risk management practices, and a disciplined credit underwriting framework. Going forward, the Company will continue to focus on expanding its lending operations in a calibrated manner while maintaining the quality of its assets and ensuring adherence to sound governance standards.

With these strategic initiatives and a strong focus on maintaining a stable rate of performance, the Company is confident of achieving positive, sustainable, and incremental growth in its loan portfolio while creating long-term value for its stakeholders.

EXPECTED CREDIT LOSS (ECL)

In accordance with Indian Accounting Standards ('Ind AS') 109, the Company measures Expected Credit Losses (ECL) on its financial instruments and maintains a robust process to assess credit risk across all exposures. Accordingly, the Company has created adequate ECL provisioning as required. Details of the same forms part of the notes to the Audited Financial Statements for the year ended March 31, 2026.

While estimating expected credit losses, the Company reviews macro-economic developments in the economy and markets it operates in. On a periodic basis, the Company analyses the relationship between key economic trends—such as Gross Domestic Product ('GDP'), unemployment rates, benchmark rates set by the Reserve Bank of India, and inflation, etc, with its internally determined estimates of Probability of Default ('PD') and Loss Given Default ('LGD'). Additionally, to manage sudden macro-economic shifts or geo-political tensions which begin to reflect on macro-economic variables with a lag, the Company embeds temporary overlays into its methodology, subject to approval by the appropriate Committee and periodic review for build-up / continuance / release to ensure future losses due to these events are reasonably provisioned for.

The Company has also duly complied with the prudential norms on provisioning prescribed by the RBI (as applicable from time to time) for Standard Assets (category-wise) and Doubtful Assets, where applicable.

DIVIDEND

During the year under review, no interim dividend was declared by the Board. Further, considering the business plan of the Company and with a view to plough back the profits in order to build a strong base for its long-term growth, your Board has not recommended any dividend for the financial year ended March 31, 2026.

TRANSFER TO RESERVES

The details of the transfer to reserves as part of regulatory requirements are given below:



Regulatory Reserve u/s 45 (1C) of RBI Act:

In accordance with the provisions of section 45-IC of the Reserve Bank of India ('RBI') Act, 1934, the Company is required to transfer a sum not less than 20% of its net profit every year to its Statutory Reserve. During the current year, INR 213.11 Million was transferred to the statutory reserve.

The break-up of the amounts/profits proposed carried to reserves for the current and previous financial years is set out herein below:

<i>(INR in Million)</i>		
Particulars	FY 2025-26	FY 2024-25
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	213.11	10.62

SHARE CAPITAL

During the financial year ended 2025-26, there were no changes in the Authorized, Issued, Subscribed and Paid-up share capital of the Company. The Authorized, Issued, Subscribed and Paid-up share capital as on March 31, 2026 is here as under:

➤ Authorized Share Capital:

The authorized share capital of the Company as on March 31, 2026 stood at INR 2090,00,00,000/- (Indian Rupees Two Thousand Ninety Crores Only) comprising 196,50,00,000 (One Hundred Ninety-Six Crores Fifty Lakhs Only) Equity Shares of INR 10/- each amounting to INR 1965,00,00,000/- (Indian Rupees One Thousand Nine Hundred Sixty Five Crores Only) and 12,50,00,000 (Twelve Crores Fifty Lakh Only) Compulsory Convertible Preference Shares of INR 10/- each amounting to INR 125,00,00,000/- (Indian Rupees One Hundred Twenty Five Crores Only).

➤ Issued, Subscribed and Paid-Up Share Capital:

The issued, subscribed and paid-up share capital of the Company as on March 31, 2026 stood at INR 7,42,63,21,690/- (Indian Rupees Seven Hundred Forty Two Crore Sixty Three Lakhs Twenty One Thousand Six Hundred and Ninety only) comprising of 74,26,32,169 (Seventy Four Crore Twenty Six Lakhs Thirty Two Thousand One Hundred and Sixty Nine) equity shares of INR 10/- each.

BORROWING PROFILE

During the financial year ended March 31, 2026, the Company raised INR 7,900 Million by availing fresh term loan facilities from various Banks / Financial institutions like MUFG Bank Limited, Bandhan Bank, DCB Bank, South Indian Bank, CSB Bank, Poonawalla Fincorp and Utkarsh Small Finance Bank.

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The details of same are provided as below:

S. No.	Type of Loans	Secured/ Unsecured	Security, if any	Amount (INR in millions)
1	Term Loans	Secured	Hypothecation of Book Debt of the Company	7,900.00

As of March 2026, the Company had outstanding borrowings from various public sector banks, private sector banks and NBFCs like, State Bank of India, Bank of Baroda, Bank of Maharashtra, IndusInd Bank, Kotak Mahindra Bank, Indian Bank, MUFG, Bajaj Finance, RBL Bank, Poonawalla Fincorp and Bank of India and others.

Further, the Company issued Non- Convertible Debentures (NCDs) amounting to INR 800 million. The details of the NCDs issued during the financial year 2025-26 are as follows:

S. No	ISIN	Sanction Date/ Allotment Date	Sanctioned Amount (INR in millions)
1	INE604O08165	03-02-2026	800.00
	Total		800.00

During the year under review, the Company also ventured out in the Securitization market to issue Pass-Through- Certificates (PTC) and raised INR 4,962.32 million through PTC, details of which are given below:

S. No.	Securitization Trust Name	ISIN	Amount raised (INR in millions)
1	PLUM 26-1	INE2SFQ15013 & INE2SFQ15021	2,462.40
2	PLUM 26-2	INE2TLY15013 & INE2TLY15021	1,274.20
3	PLUM 26-3	INE2UE315011 & INE2UE315029	1,225.72
	Total		4,962.32

In furtherance, during the financial year 2025-26, NCDs amounting to INR 3,890 million, Term Loans amounting to INR 18,169.49 million, Commercial Papers amounting to INR 250 million and PTCs amounting to INR 10,236.42 million were repaid by the Company.

The Company continued to run with high liquidity in the first half of the financial year 2025-26 and hence, began the borrowing program in the last quarter of the financial year under review. The borrowing mix of the Company consisting of Term Loans, Non-Convertible Debentures, and Securitization as on March 31, 2026, stood as follows:

S. No.	Type of Security	Amount outstanding (INR in Million)	% of total borrowings as on March 31, 2026
1	Term Loans	13,349.70	53.15%
3	Non-Convertible Debentures	5,945.67	23.67%
4	Securitization	5,823.58	23.18%
	Total	25,118.95	100%



DETAILS OF THE DEBENTURE TRUSTEE OF THE COMPANY

The Company has appointed Axis Trustee Services Limited as the Debenture Trustee for its listed NCDs, details of which are provided below:

Name: Axis Trustee Services Limited

Address: The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar West, Mumbai 400028

Website: www.axistrustee.com

Phone: +91 02262300451

Email: complaints@axistrustee.in

BREACH OF COVENANT

During the financial year under review, there were no instances where breach of covenants were observed for any loan availed or debt securities issued. The Company has not defaulted in repayment of loans from any bank and financial institution. There were no delays or defaults in payment of interest/principal of any of its debt securities.

CREDIT RATING

The Company's credit rating by various credit rating agencies as on March 31, 2026 are enumerated below:

Name of the rating agency	Amount (in INR Crores)	Rating as on March 31, 2026	Type of facility
ICRA Ratings	0.52	[ICRA]AAA(SO)	PTC Series A1 (PLUM 24-5)
ICRA Ratings	9.51	[ICRA]AAA(SO)	PTC Series A1 (PLUM 24-7)
ICRA Ratings	17.10	[ICRA]AA+(SO)	PTC Series A1 (PLUM 24-10)
ICRA Ratings	34.48	[ICRA]AA+(SO)	PTC Series A1 (PLUM 24-11)
ICRA Ratings	32.42	[ICRA]AA (SO)	PTC Series A1 (PLUM 24-9)
ICRA Ratings	54.89	Series A1- AAA (SO) Series A2- AA+ (SO)	PTC Series A1 (PLUM 24-8) PTC Series A2 (PLUM 24-8)
ICRA Ratings	92.40	[ICRA]AA (SO)	PTC Series A1 (PLUM 25-1)
ICRA Ratings	21.59	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-2)
ICRA Ratings	23.75	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-3)
ICRA Ratings	45.96	Series A1- AAA (SO) Series A2- AA+ (SO)	PTC Series A1 (PLUM 25-4) PTC Series A2 (PLUM 25-4)
ICRA Ratings	33.47	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 25-6)
ICRA Ratings	90.72	[ICRA]AA (SO)	PTC Series A1 (PLUM 25-7)
ICRA Ratings	199.89	ICRA] AA(SO)	PTC Series A1 (PLUM 25-8)
ICRA Ratings	29.93	Series A1- AAA (SO) Series A2- AAA (SO)	PTC Series A1 (APRIUM 25-1)
ICRA Ratings	246.24	[ICRA]AA (SO)	PTC Series A1 (PLUM 26-1)
ICRA Ratings	127.42	[ICRA]AA+ (SO)	PTC Series A1 (PLUM 26-2)
ICRA Ratings	122.57	[ICRA]AA (SO)	PTC Series A1 (PLUM 26-3)
ICRA Ratings	1,100.00	[ICRA]A1+	Commercial paper

ICRA Ratings	8,462.00	[ICRA]AA (Stable) [ICRA]A1+	Long-term/short-term fund based/ non-fund-based others
ICRA Ratings	895.00	[ICRA]AA (Stable)	Non-convertible debentures

CHANGES IN THE CONTITUTIONAL DOCUMENTS:

Memorandum of Association (MOA): There were no changes in the MOA of the Company during the year under review.

Articles of Association (AOA): There were no changes in the AOA of the Company during the year under review.

EMPLOYEE STOCK OPTIONS

Human Resources are key to the growth and success of an organization, more so in financial services industry. It is therefore imperative to align the interests of the employees and shareholders of the Company. Employee Stock Option schemes have been universally accepted as retention and wealth creation tool.

Accordingly, the Company has constituted DMI Employee Stock Option Plan, 2018 (**“ESOP Plan 2018”**) which was initially approved by the Board of Directors on March 16, 2018 and shareholders in their meeting held on March 19, 2018 for a period of 5 years. The term of the ESOP Plan 2018 was extended thereafter and renamed as DMI Employee Stock Option Plan, 2018 -Extended (**“ESOP Plan 2018-Extended”**). The Company had granted stock options to eligible employees under the ESOP Plan 2018-Extended in different tranches on various dates from time to time under different schemes.

The disclosures required as per Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 with respect to stock options issued by the Company during the financial year under review are given below:

- (a) Options granted: **12,52,811**
- (b) Options vested: **5,04,856**
- (c) Options exercised: **NIL**
- (d) Total number of shares arising as a result of exercise of option: **NIL**
- (e) Options lapsed: **20,13,828**
- (f) Exercise price: **NIL**
- (g) Variation of terms of options: **As mentioned herein under***
- (h) Money realized by exercise of options: **Not Applicable as no options were exercised during the year**
- (i) Total number of options in force: **1,58,68,159 as on March 31, 2026**
- (j) Employee wise details of options granted during the year:
 - (i) Key Managerial Personnel:

Name of the Key managerial personnel	Designation	No. of options granted
Mr. Arindam Das	Chief Executive Officer	49,464
Mr. Arpit Baheti	Chief Financial Officer*	9,422
Mr. Pratik Adatia	Chief Financial Officer*	1,75,000
Ms. Reena Jayara	Company Secretary	9,422

**Mr. Arpit Baheti resigned from the office of Interim Chief Financial Officer from the commencement of business hours and Mr. Pratik Adatia was appointed as the Chief Financial Officer with effect from August 13, 2025.*

- (ii) Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year: **NIL**
- (iii) Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grants: **NIL**

*During the year under review, certain changes were incorporated in the ESOP Plan 2018 – Extended, by which in exceptional circumstances, the Nomination and Remuneration Committee (i) may approve acceleration of the vesting of unvested stock options subject to the completion of one year from the date of grant of such options provided the one year period is completed prior to the employee's resignation from the Company and (ii) may allow Optionee to exercise the Vested Options within the Exercise Period after their exit. Further, the definition of Nomination and Remuneration Committee was incorporated in the Plan and few other customary changes were made therein which were not detrimental to the interest of the option holders.

CORPORATE GOVERNANCE REPORT

Pursuant to the requirements under the Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 (as amended), a Corporate Governance Report for the year under review as per provisions of Part C of Schedule V of SEBI Listing Regulations, is annexed with the Board Report as **Annexure-A** and forms part of the Annual Report.

Further, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, dated March 27, 2025, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated January 20, 2026 increasing the threshold for the HVDLE from Rs. 500 crore to Rs. 1,000 crore and thereafter from Rs. 1,000 crore to Rs. 5,000 crore respectively, the Company ceased to be a High Value Debt Listed Entity since financial year 2025-26 and the provisions of Regulation 16 to 27 of SEBI Listing Regulations were no longer applicable on it. However, the Company continued to take the initiative to adopt the corporate governance regulations during the financial year 2025-26 on a voluntary basis to the best extent possible.

DIRECTORS' AND KEY MANAGERIAL PERSONNEL

Board Composition:

The composition of the Board follows the applicable provisions of the Companies Act, 2013, ("Act") and the rules framed thereunder and the guideline(s) issued by the Reserve Bank of India, to the extent applicable and as amended from time to time, inter alia with respect to the statutory requirement of composition of Board of Directors and Key Managerial Personnel ("KMP").

During the year under review, the appointment of Mr. Masashige Nakazono who was appointed as an Additional Director in the category of Nominee Director (Nominated by MUFG Bank Limited) on the Board of the Company w.e.f. March 28, 2025, was approved / regularised by the members of the Company in the Extraordinary General Meeting held on June 25, 2025.



Key Managerial Personnel (KMP):

Following changes took place in the KMPs of the Company during the year under review:

- 1) Mr. Niraj Khandelwal resigned as the Chief Financial Officer with effect from the close of business hours of April 29, 2025.
- 2) Mr. Arpit Baheti was appointed as the Interim Chief Financial Officer with effect from May 23, 2025.
- 3) Mr. Arindam Das was appointed as the Chief Executive Officer with effect from May 23, 2025.
- 4) Mr. Arpit Baheti resigned as the Interim Chief Financial Officer with effect from the commencement of business hours of August 13, 2025.
- 5) Mr. Pratik Adatia was appointed as the Chief Financial Officer with effect from August 13, 2025.

In view of the foregoing, the Board of Directors and KMP of the Company as on March 31, 2026 were as follows:

S. No.	Name of the Director	DIN	Designation
1.	Mr. Gurcharan Das	00100011	Non- Executive Director
2.	Mr. Nipendar Kochhar	02201954	Non- Executive Director
3.	Mr. Yuvraja Chanakya Singh	02601179	Non- Executive Director
4.	Mr. Alfred Victor Mendoza	08432874	Nominee Director on behalf of DMI Limited (Promoter and Equity Investor)
5.	Mr. Masashige Nakazono	11009991	Nominee Director on behalf of MUFG Bank Limited (Equity Investor)
6.	Ms. Naomi Koike Hauser	10540517	Nominee Director on behalf of NIS Ganesha SA (Equity Investor)
7.	Mr. Tammir Amr	07030832	Non-Executive-Independent Director
8.	Mr. Arjun Malhotra	00177397	Non-Executive-Independent Director
9.	Mr. Shivashish Chatterjee	02623460	Managing Director (KMP)
10.	Mr. Arindam Das	Not Applicable	Chief Executive Officer (KMP)
11.	Mr. Pratik Adatia	Not Applicable	Chief Financial Officer (KMP)
12.	Ms. Reena Jayara	Not Applicable	Company Secretary (KMP)

Further, till the date of this Director's Report, the following changes took place in the Directors of the Company:

- 1) Mr. Masashige Nakazono resigned as a Nominee Director (on behalf of MUFG Bank Limited) from the Board of the Company with effect from April 27, 2026.
- 2) Mr. Shuitsuro Komatsu was appointed as a Nominee Director (on behalf of MUFG Bank Limited) on the Board of the Company with effect from April 29, 2026.

- 3) Ms. Meena Hemchandra was appointed as an Additional Director (Non-Executive) on the Board of the Company with effect from May 15, 2026 which was approved by the members of the Company in the Extraordinary General Meeting held on July 06, 2026.

COMMITTEES OF THE BOARD AND THEIR COMPOSITION

The Company has several Board led Committees and Management Committees which have been established as a part of the best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes. The Company has complied with the constitution of applicable statutory Committees as per the prescribed regulatory requirements.

Further, in accordance with the Secretarial Standard-1 on “Meetings of the Board of Directors”, the details on the number and dates of meetings of the Committees held during the financial year 2025-26 indicating number of Board and Committee Meetings attended by each Director and respective committee members along with the composition and Terms of Preference (ToR) of these Committees as on March 31, 2026 is laid down specifically in the Corporate Governance Report annexed as **Annexure-A** which forms part of this Board Report.

GENERAL MEETINGS

Annual General Meeting:

During the year under review, the Annual General Meeting of the Company for the Financial Year ended March 31, 2025 was held on September 26, 2025.

Extra-ordinary General Meeting(s):

During the year under review, two (2) Extra-ordinary General Meeting(s) (EGM) of the Company were held.

The Members accorded their approval in the requisite manner for the matters taken at the respective meetings. The details of the special resolutions passed there is as under:

S. No.	Type of Meeting (Annual / Extra-Ordinary)	Date & Place	Special resolutions passed
1.	Annual General Meeting	Date of the meeting- September 26, 2025. Place of the meeting- Express Building, 4 th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi- 110002	1. Approve the amendments in the DMI Employee Stock Option Plan, 2018-Extended- for Employees of the Company. 2. Approve the amendments in the DMI Employee Stock Option Plan, 2018-Extended- for Employees of the Holding/ Subsidiary Company(ies).
2.	Extra-Ordinary Meeting	Date of the meeting- June 25, 2025	Nil

		Place of the meeting -Express Building, 4 th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi- 110002.	
3.	Extra-Ordinary Meeting	Date of the meeting -March 30, 2026 Place of the meeting -Express Building, BR-1, 4 th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi- 110002	1. Revalidation of the borrowing limit of the Company upto Rs. 20,000 Crore for the financial year 2026-27. 2. Modification in terms of Convertible Share Warrants issued by the Company.

DETAILS OF NON-COMPLIANCE WITH REQUIREMENTS OF COMPANIES ACT, 2013

There was no default in compliance with any of the requirements of Companies Act, 2013, including with respect to compliance with secretarial standards and no penalties/fines were levied on the Company by the MCA during the period under review.

DIVERGENCE IN ASSET CLASSIFICATION AND PROVISIONING

There were no instances of divergence in asset classification and provisioning as assessed by RBI during the year ended March 31, 2026. Further final Inspection and Risk Assessment Report (IRAR) for the Financial Year ending March 31, 2026 is yet to be received till the signing of this Report.

DIRECTOR'S DISCLOSURES

None of the Directors of the Company are disqualified from being appointed as Director of the Company as per the provisions of section 164(1) and section 164(2) of the Companies Act, 2013. The Directors have made necessary disclosures and confirmations as required.

In furtherance, as per the Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions dated November 28, 2025, as amended ("**RBI Governance Directions 2025**") and in accordance with the Director's Fit & Proper Criteria Policy of the Company, the Company has received declarations from all the Directors of the Company that they satisfy the 'Fit and Proper' criteria, which have been taken on record by the Nomination and Remuneration Committee of the Company.

DECLARATION BY THE INDEPENDENT DIRECTORS

During the year under review, the Company has received declarations from Mr. Arjun Malhotra and Mr. Tammir Amr, Independent Directors, confirming that they meet the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and SEBI Listing Regulations. They have registered their names with the data bank of IDs maintained by the Indian Institute of Corporate Affairs (IICA). Further, that they are not aware of any circumstances or situation which exist or may be anticipated, that could impair or impact their ability to discharge their duties. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and are independent of the management.



Pursuant to the RBI Governance Directions 2025, an independent director shall not be on the Board of more than three NBFCs (NBFCs-ML or NBFCs-UL) at the same time and the NBFC shall ensure that there is no conflict arising out of their independent directors being on the Board of another NBFC at the same time. In this respect, the Company has received confirmation from the Independent Directors on the above requirement that they are not on the Board of more than three NBFCs in Upper or Middle Layer.

APPOINTMENT AND REMUNERATION POLICIES

The Company has framed its appointment and remuneration/compensation policies with an objective to retain, motivate and promote talent and to ensure long term sustainability of talented managerial people and to create competitive advantage. The policies further aim to promote effective governance of compensation, ensuring transparency, fairness, and equity in decision-making. It seeks to align compensation with prudent risk-taking and sound decision-making, supporting the long-term sustainability and strategic objectives of the organization and establishing a balanced reward system that links compensation to individual, collective, and organizational performance, while continuously adapting to regulatory changes and industry best practices.

The Nomination and Remuneration Committee of the Company (“NRC”) is responsible to identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, Key Managerial Personnel (“KMP”) or Senior Management level (“SMP”) and recommend their appointment to the Board. The NRC also assesses the independence of Directors at the time of their appointment / re-appointment as per the criteria prescribed under the provisions of the Companies Act, 2013 and other applicable requirements.

The Company has further adopted Director’s Fit and Proper Criteria policy for ascertaining the fit and proper criteria/eligibility and status at the time of appointment of directors and on a continuing basis by assessing their qualifications, technical expertise, track-record, integrity and other ‘fit and proper’ criteria as prescribed therein.

The remuneration of the Directors, KMP, SMP and other employees are governed by the Nomination and Remuneration Policy of the Company. The said policy also covers the framework of Compensation of KMP and Senior Management as prescribed under the RBI Governance Directions, 2025. It provides the role for NRC, composition of compensation in to fixed and variable, risk alignment of the compensation structure, principles of variable compensation – proportion, deferral, compensation of control and assurance function personnel, guidelines for Guaranteed Bonus and provisions of the Malus and Claw back etc.

The aforesaid Policy is made available on the Company’s website: <https://www.dmifinance.in/>

HUMAN RESOURCE

The Company is a people-centric organization with a strong belief in empowering its employees and creating a culture of equality, transparency, and respect. The Company provides a nurturing and conducive environment that helps to attract the best talent in the market and provides them with a platform that they can use to shape their careers. With a strong focus on growth, the Company strives to build a strong pipeline of leaders by offering unlimited growth opportunities, for those who chase excellence.

DMI is a place that provides an entrepreneurial culture and focuses on working together for a shared purpose. We deeply value our stakeholders and work dedicatedly towards creating a difference in their lives. Over the years, we have worked together through the most turbulent times and have come out stronger.



During these journeys, we have imbibed lessons from these challenges and utilized those learnings to set ourselves on the path of winning. More importantly, we have learned to accept defeats and celebrate wins.

Also, the Company continues to take efforts to offer professional growth opportunities and recognitions while continuing to impart and organize various training programs to educate and train the employees on the products, Know Your Customer ('KYC'), Anti Money Laundering ('AML') norms, Fair Practice Code and various Policies of the Company.

Considering the same, the Company has successfully inducted significant talent at senior and mid-level into the Company and has been successful in retaining and developing the existing human resources. Accordingly, the total number of employees as on March 31, 2026 were as follows:

Financial Year	Number of employees
2025-26	549
2024-25	532

SUBSIDIARIES/ASSOCIATES COMPANIES

The Company has the following Subsidiaries and Joint Venture(s) as on March 31, 2026:

S. No.	Name of Subsidiary/Joint Venture Company	Relationship and Brief about the business
1.	DMI Capital Private Limited	Wholly-owned subsidiary company. It was formed for the purpose of providing services like underwriting and sub-underwriting, portfolio managers and corporate advisory services.
2.	Appnit Technologies Private Limited	Subsidiary company – 95.77% equity share capital. It is authorised by the Reserve Bank of India to undertake the business of Issuance of Prepaid Payment Instruments ("PPI") in India.
3.	Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited)	Subsidiary company – 71.91% equity share capital. It is engaged in the business of providing Information Technology services.
4.	DMI Strategic Advisors Private Limited*	Wholly-owned subsidiary company. It is incorporated for the purpose of undertaking consultancy services.
5.	Ampverse DMI Private Limited	Joint Venture - 49% voting rights It is engaged in e-sports/ e gaming activities.

*Incorporated on July 31, 2025.



Pursuant to Section 129(3) of the Companies Act, 2013, the Company has prepared a statement containing the salient features of the Financial Statements of our subsidiaries & joint venture in the prescribed format AOC-1 which is attached to the Consolidated Financial Statements of the Company for the financial year ended March 31, 2026. The Annual Report containing the Financial Statements are available on the website of the Company at <https://www.dmifinance.in/investor-financials.html>.

The said statement contains a report on the performance and financial position of each of the subsidiaries and hence is not repeated here for the sake of brevity.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on Board and General meetings. The Company has complied with the applicable provisions of the said secretarial standards read with the MCA Circulars granting various exemptions and relaxations.

ANNUAL RETURN

The copy of Annual Return for Financial Year 2025-26, is available on the website of the Company and can be accessed at <https://www.dmifinance.in/investor-financials.html> in accordance with the provisions of Section 92(3) read with Section 134(3)(a) of Companies Act, 2013 and rules framed thereunder.

DEPOSITS

The Company did not hold any public deposits nor has accepted any public deposit during the year under review. Further, the Company being a Non-Deposit taking Non-Banking Finance Company registered as Investment and Credit Company (NBFC-ICC) under Middle Layer in accordance with the RBI Directions, it does not accept public deposits at any point of time and also ensures the due compliance of applicable guidelines of Reserve Bank of India in this regard.

DETAILS OF FRAUD REPORTING

During the year under review, there were no fraud cases detected in /against the Company committed by its officers or employees, which were required to be reported by the Statutory Auditors in accordance with the provisions of Section 143 (12) read with Section 134 (3)(ca) of the Companies Act, 2013.

However, the Company detected few historical retail frauds during the year under review, the details and update of which were reported to the Audit Committee/Board on a quarterly and annual basis. Further, the details of the same had also been submitted to the RBI in the prescribed formats at defined periodicity for submission. The details of fraud are also disclosed as a part of the annual financial statements of the Company.

CORPORATE SOCIAL RESPONSIBILITY

In compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014 (as amended from time to time), the Company has established a Corporate Social Responsibility (CSR) Committee. The CSR Committee has formulated and recommended to the Board, a CSR Policy indicating the activities to be undertaken by the Company, which has been approved by the Board and the same has been placed on the Company's website and available at the link:



<https://www.dmifinance.in/corporate-social-responsibility-policy.html>

The CSR Policy was adopted in May 2014 by the Company with the aim of contributing to the social and economic development of the community in which the Company operates and the said Policy has been amended thereafter to align with the requisite regulatory requirements as and when required. It also talks about the activities out of which the Company may opt to undertake and provides for modalities of execution of the projects undertaken, fixation of CSR budget and provides for mechanism for monitoring and reporting of the CSR activities undertaken.

For the year ended March 31, 2026, the Company was required to spend INR 6,62,12,693/- (Indian Rupees Six Crores Sixty Two Lakhs Twelve Thousand Six Hundred Ninety Three Only) towards the CSR activities as prescribed under Section 135 of the Companies Act, 2013 against which the Company has duly spent INR 6,66,03,316/- (Rupees Six Crore Sixty Six Lakhs Three Thousand Three Hundred and Sixteen Only) on various projects and programmes and an amount of INR 9,64,581/- (Rupees Nine Lakh Sixty Four Thousand Five Hundred and Eighty-One Only) was incurred towards the administrative expenses resulting in excess spend of INR 13,55,204/- (Indian Rupees Thirteen Lakhs Fifty Five Thousand Two Hundred and Four Only).

The Annual Report on CSR Activities in the format prescribed in Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended is laid down in **Annexure-B** which forms part of this Board's Report.

PARTICULARS OF INVESTMENTS, LOANS AND GUARANTEES

The Company being a Non- Banking Financial Company (NBFC) registered with the Reserve Bank of India (RBI) is exempted from provisions of sub-sections (2) to (11) of Section 186 of the Companies Act, 2013 ("Act"). Accordingly, the details of particulars of loans, guarantees and investments required to be provided under section 134 of the Act are not being provided.

RELATED PARTY TRANSACTIONS

In compliance with the Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 (as amended) read with applicable provisions of the SEBI Listing Regulations and Companies Act, 2013 ("Act"), the Company has a Board approved Policy on dealing with Related Party Transaction Policy ("**RPT Policy**") which has been placed on the Company's website.

The Policy can be accessed at the link: <https://www.dmifinance.in/wp-content/uploads/2026/06/Policy-on-dealing-with-Related-Party-Transactions.pdf>.

There was no material related party transaction entered by the Company during the year as per the RPT Policy. Further, there are no transactions requiring disclosure in Form AOC-2 prescribed under Section 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 and hence do not form part of this report.

All the Related Party Transactions were placed before the Audit Committee for approval. Further, the details of related party transactions are disclosed in the notes forming part of the standalone financial statements.

DISCLOSURE UNDER PREVENTION OF SEXUAL HARASSMENT POLICY

The Company is committed to create a safe and healthy work environment that enables its employees to work without fear of prejudice, gender bias and sexual harassment. The Company has in place an Anti-Sexual Harassment Policy (Policy) in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“**POSH Act**”). The Company believes that sexual harassment at the workplace, if involving employees of the Company, shall be considered a grave offence and is therefore punishable under the provisions of the Act. For this purpose, an Internal Complaints Committee (ICC) has been set-up to redress complaints received regarding sexual harassment.

Scope of the Policy:

The provisions of this policy are applicable to:

- All employees of the company, regardless of the nature of their contract, duration of employment or position in the organization
- Associates of the Company whether full-time, part-time, temporary, voluntary, contracted, or casual including researchers, trainees, and consultants
- Volunteers and interns, during their association with the organization
- Partners, clients, service providers and users of the services of the Company

All complaints of sexual harassment against employees are taken seriously and dealt with promptly. The investigations are conducted thoroughly and professionally, and accurate records of the investigation and the findings are properly maintained. Further, any employee who brings forward the charges of any instance of sexual harassment will not face any retaliation. The Company makes sure that anyone violating this policy is subjected to disciplinary action.

The Company conduct annual trainings/ workshops & awareness programmes for all staff and members of the Internal Committee. Various aspects of the POSH Act are covered in this programme. The Policy is also hosted on the internal HR portal for the employees for awareness. Acknowledgment of Policy is taken from all the employees.

Further, it is informed that the Company did not receive any complaint under the provisions of the POSH Act during the year under review.

COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

The Company duly complies with the provisions of the Maternity Benefit Act, 1961 (“**Act**”) as amended from time to time. The provisions incorporating the compliance with the provisions of the Act, are comprehensively included in the Working Hours, Attendance and Leave Policy (“**Policy**”) of the Company which are inclusive of the clauses relating to maternity leave, illness during pregnancy- extension of maternity leave, miscarriage/ medical termination of pregnancy, paternity leave, Creche, adoption leave, Maternal & Parental Leave Benefits & tenure of adoption leaves etc.

Further, it is apprised that during the financial year 2025-26, 7 (Seven) employees availed maternity benefits and leave in compliance with the provisions of our Policy.



RISK MANAGEMENT

The Company recognizes the importance of risk management in achieving its strategic goals and safeguarding stakeholder interests. The Company's risk management framework operates on a three-lines-of-Defence model. Business units are responsible for managing inherent risks within their operations (First Line of Defence). The Enterprise Risk Management department, led by the Chief Risk Officer, provides independent oversight, ensuring effective identification, assessment, mitigation, and monitoring of all material risks (Second Line of Defence). The Internal Audit function independently evaluates the adequacy and effectiveness of the risk management systems put in place (Third Line of Defence).

The Board of Directors maintains ultimate responsibility for risk management and has delegated the implementation and monitoring to the Risk Management Committee. This governance is guided by a clearly defined risk appetite, ensuring that all risk-taking decisions align with the Company's strategic objectives.

The Company's overall approach to identifying, assessing, mitigating, monitoring, and reporting risks is guided by the Board approved Risk Management Policy. In line with this policy, the Company assesses a wide spectrum of material risks, including credit, market, operational, liquidity, interest rate, compliance, strategic, outsourcing, technology (including data privacy and cyber security), credit concentration, and reputational risks. To do so, it employs various assessment methodologies, appropriate for each risk type. This includes the Standardized Approach for aligning with the regulatory capital requirements, Quantitative Assessments for monitoring and analysis of quantifiable risk parameters and metrics, a Risk Scorecard-based Approach for qualitative risks, and a comprehensive Stress Testing program. The risk assessments are facilitated by a proprietary risk management tool, and the results are actively monitored using risk dashboards which provide timely, data-driven insights for proactive decision-making.

INTERNAL CONTROL SYSTEM AND INTERNAL FINANCIAL CONTROLS

The Company has a robust Internal Control System in place, commensurate with the size, scale and complexity of its operations. The control framework is designed to provide reasonable assurance regarding the effectiveness and efficiency of operations, safeguarding of assets, reliability of financial reporting, compliance with applicable laws and regulations, and effective management of business risks. The Company has implemented well-defined policies, standard operating procedures, delegation of authority matrices, and control mechanisms across all key business processes.

These controls are periodically reviewed and strengthened in line with changes in the business environment, regulatory requirements, and emerging risks. The Company has appointed a Head- Internal Audit to manage the Internal Audits of the Company in lines with the Risk Based Internal Audit (RBIA) approach. The Internal Audit function operates independently under the oversight of the Audit Committee of the Board and conducts periodic audits of key business processes.

During the year under review, the Company continued to strengthen its control environment through process enhancements, automation initiatives, technology-enabled controls, and continuous monitoring mechanisms to achieve overall company's business objective.

Broadly the objectives are as below-

- Review the adequacy and effectiveness of internal controls through risk based Internal Audit (RBIA);



- Review the operation of the Control Supervisory Mechanisms;
- Recommend improvements in processes and procedures;
- Surface significant observations and recommendations for process improvement and financial leakages in a concise report for discussion with senior management;
- Review the compliance with operating systems, accounting procedures and policies.

Based on the report of the Internal Audit department, process owners undertake corrective action in their respective areas and thereby strengthen the internal controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company to the best of their knowledge and ability, confirms that-

- a. in the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual accounts on a going concern basis; and
- e. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS OR TRIBUNALS

During the year under review, no significant material orders were passed by any regulator or courts or tribunals impacting the going concern status and Company's operations in future.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

In view of the nature of activities which are being carried on by the Company, the particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy and technology absorption are not applicable to the Company.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of foreign exchange earnings and outgo of the Company during the year are as under:

Particulars	March 31, 2026	March 31, 2025
Foreign Exchange Earnings (in INR Million)	NIL	NIL
Foreign Exchange Outgo/Expenditure (in INR Million)	54.40	78.05



PARTICULARS OF EMPLOYEES

Your Directors place on record their appreciation for the significant contribution made by all employees, who through their competence, dedication, hard work, co-operation and support have enabled the Company to achieve new milestones on a continual basis.

Further, the requirement of disclosures of remuneration in accordance with Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended is not applicable to the Company.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

Pursuant to the provisions of Section 177 of Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Power) Rules, 2014 and in terms of the Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 (as amended) read with applicable provisions of the SEBI Listing Regulations, the Company has formulated a codified Vigil Mechanism for their Directors and Employees to report their genuine concerns or grievances about unethical and improper practices or any other wrongful conduct in the Company, without fear of punishment, victimization or unfair treatment. The Vigil Mechanism provides adequate safeguards against victimization of Employees and Directors who avail themselves of the Vigil Mechanism and provide direct access to the Chairperson of the Audit Committee.

The Whistle Blower Policy of the Company has been placed up on the Company's website and available at the link: <https://www.dmifinance.in/whistle-blower-policy.html>

During the year under review, 3 (three) alleged Whistle Blower complaints of ethical misconduct were received by the Company. The Complaints were closed after due investigation, and corrective measures were taken as mitigant where necessary.

SECRETARIAL AUDITORS AND REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding rules framed thereunder, the Board of Directors of the Company has appointed M/s VLA & Associates, Company Secretaries as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year ended March 31, 2026. The Secretarial Audit Report given by the secretarial auditor in requisite form MR-3 is annexed to this Report as **Annexure-C**.

The Auditors' Report is self-explanatory and has no qualification or adverse remarks.

MAINTENANCE OF COST RECORDS

As per the provisions of Section 148(1) of the Companies Act, 2013, the Company is not required to maintain cost records.



STATUTORY AUDITORS

The Company had appointed **M/s. Nangia & Co LLP, Firm Regd. No. 002391C/N500069** as the new statutory auditors at the 16th Annual General Meeting held on September 19, 2024 to hold office for 3 years commencing from the financial year i.e. 2024-25 till the financial year 2026-27 as per the provisions of the Companies Act, 2013 and Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (“SAs”) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021 issued by the RBI (“**RBI Auditors Guidelines**”).

The firm carries extensive experience in the financial services sector and is one of the leading statutory audit firms in India. The Company has received the certificate to the effect that **M/s. Nangia & Co LLP** satisfy the criteria provided under Section 141 of the Act and the RBI Auditors Guidelines.

AUDITOR’S REPORT

The Directors have examined the Auditors’ Report on accounts given by the Statutory Auditors for the period ended March 31, 2026.

The Audit Report by Statutory Auditors for the financial year ending March 31, 2026 is unmodified, i.e., it does not contain any qualification, reservation or adverse remark or disclaimer.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report, as mandated by the Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 read with the SEBI Listing Regulations, forms part of this Board’s Report as **Annexure-D**.

DISCLOSURE AS PER FOREIGN EXCHANGE MANAGEMENT (NON-DEBT INSTRUMENTS) RULES, 2019

During the year under review, the Company had entered into the transactions pertaining to investments in other Indian companies, as mentioned below and made the necessary reporting in this regard with Reserve Bank of India (RBI) on the FIRMS portal of RBI at <https://firms.rbi.org.in/>, thereby complied with all the reporting requirements as per Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 (as amended from to time) (“**Rules**”) within the statutory timeline. Further, as per the applicable provisions of the Rules, the Company has duly obtained an annual certificate from its Statutory Auditor ensuring compliance with respect to Downstream Investment made pursuant to the provisions of the Rules.

S.No	Name of Investee Company	Particulars of transaction	Date of transaction	Type of reporting required	Amount (INR)
1	Ampverse DMI Private Limited	Subscribed to 8,200 Compulsorily Convertible Preference Shares (CCPS) at an issue price of INR 1,000/- per CCPS.	May 23, 2025	DI reporting	82,00,000
2	Finfactor Technologies Private Limited	Subscribed to 1,014 Compulsorily Convertible Preference Shares (CCPS) at an	September 17, 2025	DI reporting	10,34,07,720

		issue price of INR 100/- per CCPS.			
3	DMI Strategic Advisors Private Limited	Subscribed to 1,50,000 Equity Shares at an issue price of INR 10/- per share.	July 17, 2025	DI reporting	15,00,000
4	Glimmer Technologies Private Limited (formerly known as DMI Infotech Solutions Private Limited)	1,78,60,805 equity shares were issued to the Company at an issue price of 13.65/- per share in consideration for transfer of Technology Division of the Company to Glimmer.	October 15, 2025	DI reporting	24,38,00,000

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

There are no material changes and commitments adversely affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate (i.e. March 31, 2026) and as of date of the Report i.e. August 13, 2026.

DETAILS OF ANY APPLICATION FILED OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review, the Company, being a Non-Banking Financial Company (NBFC), initiated insolvency proceedings against certain defaulting borrowers under the provisions of the Insolvency and Bankruptcy Code, 2016 (“IBC Code”) as part of its recovery and collection framework. Such actions were undertaken in cases of persistent repayment defaults with the objective of facilitating recovery of outstanding dues, strengthening credit discipline, and safeguarding the Company's financial interests. The Company remains committed to pursuing appropriate legal remedies, wherever necessary, to protect stakeholder interests while ensuring compliance with all applicable regulatory and statutory requirements. Further, no application was made against the Company under the IBC Code during the year under review.

DIFFERENCE IN VALUATION

There was no instance of one-time settlement with any Bank or Financial Institution during the year under review and hence, there was no difference between the amount of the valuation done at the time of one time settlement and the valuation done while taking loan from Banks or Financial Institutions.

GENERAL

The Company has not issued during the period under review any equity shares with differential rights as to dividend, voting or otherwise.

ACKNOWLEDGEMENTS

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from the Bankers, Regulatory Bodies, Stakeholders including Financial Institutions, Distributors and other business associates who have extended their valuable sustained support and encouragement during the year under review.



Your Directors take this opportunity to recognize and place on record their gratitude and appreciation for the commitment displayed by all Executives, officers and staff at all levels of the Company. We look forward for your continued support in the future.

**By order of the Board of Directors
For DMI Finance Private Limited**

**Sd/-
Shivashish Chatterjee
Managing Director
DIN: 02623460**

**Sd/-
Nipendar Kochhar
Director
DIN: 02201954**

**Regd. Office: Express Building, 3rd Floor,
9-10, Bahadur Shah Zafar Marg, New Delhi- 110002**

Date: August 13, 2026

REPORT ON CORPORATE GOVERNANCE
I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

DMI Finance Private Limited ("**Company**" or "**DMI**") philosophy of corporate governance revolves around principles of transparency, accountability, integrity, fairness, responsibility, risk management, sustainability, Board independence, competence, and stakeholder engagement. DMI believes that sound corporate governance practices are critical for the functioning of the Company and to create a trustworthy, transparent, moral and ethical environment, both internally and externally and by upholding these principles, the organization can foster a culture of ethical conduct, mitigate risks, and create long-term value for all stakeholders.

The Company ensures good governance through the implementation of effective policies and procedures, which is mandated and regularly reviewed by the Board of Directors of the Company ("**Board**") or by the Committees duly constituted by the Board, as the case may be. The Company fully supports and endorses the Corporate Governance practices as envisaged in the applicable regulations from time to time.

II. BOARD OF DIRECTORS:

a. Composition of the Board of Directors: As on March 31, 2026, the Board of Directors comprised 9 (Nine) Directors of which 8 (Eight) are Non-Executive Directors and 1 (One) is Managing Director. Out of 8 (Eight) Non-Executive Directors, 2 (Two) are Independent Directors and 3 (Three) are Nominee Directors. Details are as given hereunder:

S. No.	Name of the Director(s)	Category
1	Mr. Gurcharan Das	Non- Executive Director & Chairman of the Board
2	Mr. Nipendar Kochhar	Non- Executive Director
3	Mr. Yuvraja Chanakya Singh	Non- Executive Director
4	Mr. Shivashish Chatterjee	Managing Director
5	Mr. Alfred Victor Mendoza	Nominee Director on behalf of DMI Limited (Promoter and Equity Investor)
6	Mr. Masashige Nakazono	Nominee Director on behalf of MUFG Bank Limited (Equity Investor)
7	Ms. Naomi Koike Hauser	Nominee Director on behalf of NIS Ganesha SA (Equity Investor)
8	Mr. Arjun Malhotra	Non-Executive-Independent Director
9	Mr. Tammir Amr	Non-Executive-Independent Director

Further, since the closure of the financial year, following changes took place in the Directors of the Company:

1. Mr. Masashige Nakazono resigned as a Nominee Director (on behalf of MUFG Bank Limited) from the Board of the Company with effect from April 27, 2026;
2. Mr. Shuitsuro Komatsu was appointed as a Nominee Director (on behalf of MUFG Bank Limited) on the Board of the Company with effect from April 29, 2026;
3. Ms. Meena Hemchandra was appointed as an Additional Director (Non-Executive) on the Board of the Company w.e.f. May 15, 2026 which was approved by the shareholders in the Extra-ordinary General Meeting held on July 06, 2026.

b. Meetings of Board of Directors:

A total of 5 (Five) Board Meetings were held during the financial year under review and the gap between two meetings did not exceed one hundred and twenty days. The necessary quorum was present for all the meetings.

DMI Finance Private Limited

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 CIN: U64990DL2008PTC182749

Dates of Board Meetings Held is as under:

S. No.	Date of Board Meetings
1.	May 23, 2025
2.	August 13, 2025
3.	October 15, 2025
4.	November 13, 2025
5.	February 13, 2026

c. Number of other board of directors or committees in which a director is a member or chairperson, along with the names of the listed entities disclosing the details of Director and the category of Directorship as on March 31, 2026 along with list of core skills / expertise / competencies, are given herein below:

Table 1: Number of Board Meetings attended, attendance of last AGM, Directorship, Committee Chairpersonship / Membership

Name of the Director and DIN	Category	Number of Board Meetings attended during FY 2025-26	Whether attended last AGM held on September 26, 2025	Number of Directorships in other Companies*	Number of Committee positions held in other Public Companies**		Directorships in other listed entity (Category of Directorship)
					Chair-person	Member	
Mr. Gurcharan Das (DIN: 00100011)	Non-Independent-Non-Executive Director^	3	No	1	1	2	Procter & Gamble Hygiene and Healthcare Limited#
Mr. Shivashish Chatterjee (DIN: 02623460)	Executive Director (Managing Director)	5	No	Nil	Nil	Nil	Nil
Mr. Nipendar Kochhar (DIN: 02201954)	Non-Independent-Non-Executive Director	5	Yes	Nil	Nil	Nil	Nil
Mr. Yuvraja Chanakya Singh (DIN: 02601179)	Non-Independent-Non-Executive Director	3	No	Nil	Nil	Nil	Nil
Mr. Alfred Victor Mendoza (DIN:08432874)	Nominee Director	5	No	Nil	Nil	Nil	Nil
Ms. Naomi Koike Hauser (DIN: 10540517)	Nominee Director	5	No	Nil	Nil	Nil	Nil
Mr. Tammir Amr (DIN: 07030832)	Non-Executive-Independent Director	5	No	Nil	Nil	Nil	Nil

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Mr. Arjun Malhotra (DIN: 00177397)	Non-Executive-Independent Director	4	No	2	Nil	Nil	Nil
Mr. Masashige Nakazono (DIN: 11009991)	Nominee Director^^	5	No	Nil	Nil	Nil	Nil

*excludes Directorships in Private Limited Companies, Foreign Companies, memberships of Managing Committees of various Chambers/ bodies /Section 8 Companies.

**It pertains to membership/chairpersonship of the Audit Committee and Stakeholders' Relationship Committee of Indian public companies (excluding the Company) as per Regulation 26(1)(b) of the SEBI Listing Regulations.

#Non-Executive - Independent Director

^Mr. Gurcharan Das is designated as the Chairman of the Board.

^^Mr. Masashige Nakazono was appointed as an Additional Director in the category of Nominee Director (Nominated by MUFG Bank Limited) on the Board of the Company w.e.f. March 28, 2025 which was regularised by the members of the Company in the EGM held on June 25, 2025. He resigned from the Board after closure of the financial year.

Table 2: Skills / Expertise / Competencies of Directors as on March 31, 2026:

Name of Director	Leadership & Strategy	Finance, Accounts & Taxation	Governance & Regulatory Affairs	Private Equity & Investment Banking	Capital Markets	Human Resources	Banking, Operations & Credit	Merger & Acquisitions	Risk	Treasury	CSR
Mr. Gurcharan Das	Yes	Yes	Yes	-	-	-	Yes	Yes	Yes	-	Yes
Mr. Shivashish Chatterjee	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Nipendar Kochhar	Yes	Yes	Yes	Yes	-	-	Yes	-	Yes	Yes	-
Mr. Yuvraja Chanakya Singh	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Alfred Victor Mendoza	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes	-	Yes	-
Ms. Naomi Koike	Yes	-	Yes	-	-	Yes	Yes	-	-	-	-
Mr. Tammir Amr	Yes	Yes	-	Yes	-	-	Yes	-	Yes	-	-
Mr. Arjun Malhotra	Yes	Yes	Yes	Yes	Yes	-	Yes	-	-	-	Yes
Mr. Masashige Nakazono	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

d. Disclosure of relationships between directors inter-se: Nil

DMI Finance Private Limited

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CIN: U64990DL2008PTC182749

e. Number of Shares and Convertible instruments held by Non-Executive Directors as on March 31, 2026:

S. No.	Name of Non-Executive Director	Type of security held	No. of Shares held	No. of Warrants held
1	Mr. Yuvraja Chanakya Singh	Shares	13,11,221	Nil
2	Mr. Gurcharan Das	Warrants	Nil	1,22,500
3	Mr. Nipendar Kochhar	Warrants	Nil	76,500

Other Non-Executive Directors of the Company do not hold any equity shares or convertible instrument.

f. Web link where details of familiarisation programmes imparted to Independent Directors is disclosed: *Please refer to Note 1 below.

g. Confirmation that in the opinion of the Board, the independent directors fulfil the conditions specified in these regulations and are independent of the management: Yes.

h. Detailed reasons for the resignation of an Independent Director who resigns before the expiry of his/her tenure along with a confirmation by such Director that there are no other material reasons other than those provided: Not Applicable as there was no resignation during the relevant period.

**Note 1: The Company is not falling into the category of High-Value Debt Listed Company (HVDLE) pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2015 dated March 27, 2025 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, accordingly the provisions of Regulation 16 to 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable on it. However, the Company continues to take the initiative to adopt these regulations on a voluntary basis to the best extent possible.*

III. COMMITTEES OF THE BOARD:

1. Audit committee ("AC")

i. Composition, Meetings and Attendance:

During FY 2025-26, 6 (six) meetings of the AC were held on the following dates:

S. No.	Date of Committee Meetings
1.	May 23, 2025
2.	August 12, 2025
3.	October 15, 2025
4.	November 12, 2025
5.	February 13, 2026
6.	March 06, 2026

DMI Finance Private Limited

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 CIN: U64990DL2008PTC182749

The composition of the AC (including changes) and the attendance details of meetings during FY 2025-26 is given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Nipendar Kochhar	Chairman	Non-Executive Director	6	6
Mr. Masashige Nakazono ¹	Member	Nominee Director	5	1
Mr. Yuvraja Chanakya Singh ²	Member	Non-Executive Director	4	4
Mr. Alfred Victor Mendoza ²	Member	Nominee Director	4	4
Mr. Tammir Amr ³	Member	Non-Executive-Independent Director	2	2
Mr. Arjun Malhotra ³	Member	Non-Executive-Independent Director	2	1

Notes:

1. Mr. Masashige Nakazono was appointed as a member of the Committee w.e.f. May 23, 2025.
2. Mr. Alfred Mendoza and Mr. Yuvraja Chanakya Singh ceased to be a member of the Committee w.e.f. November 13, 2025.
3. Mr. Tammir Amr and Mr. Arjun Malhotra was appointed as a member of the Committee w.e.f. November 13, 2025.

ii. Terms of reference:

The responsibilities of the AC, *inter alia*, include to oversee:

- i. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii. recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- iii. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
- v. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
- vii. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- viii. approval or any subsequent modification of transactions of the listed entity with related parties;
- ix. scrutiny of inter-corporate loans and investments;
 - x. valuation of undertakings or assets of the listed entity, wherever it is necessary;
 - xi. evaluation of internal financial controls and risk management systems;
- xii. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

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CIN: U64990DL2008PTC182749

- xiii. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on;
- xv. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- xvii. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xxviii. to review the functioning of the whistle blower mechanism;
- xix. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- xx. carrying out any other function as is mentioned in the terms of reference of the audit committee;
- xxi. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- xxii. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
- xxiii. approve Information System Audit Policy;
- xxiv. take note of Information System Audit Report;
- xxv. review significant findings from Reserve Bank of India inspection reports;
- xxvi. to formulate the scope, functioning, periodicity and methodology for conducting the internal audit and to approve the annual internal audit plan;
- xxvii. discussing with internal auditors on any significant findings and follow up thereon and approve Internal Audit Report;
- xxviii. to approve any adjustments to the model output of ECL model and other related aspects;
- xxix. to note the ageing analysis of entries pending reconciliation with outsourced vendors in cases like outsourcing of cash management;
- xxx. to monitor the system of internal audit of all outsourced activities;
- xxxi. to note quarterly audit notes and compliance with respect KYC Policy of the Company;
- xxxii. to review critical issues highlighted related to IT / information security / cyber security and provide appropriate direction and guidance to the Company;
- xxxiii. such other roles/functions as may be specifically referred to the committee by the Board of Directors and/or other committees of Directors of the Company or specifically mentioned in the applicable laws

2. Nomination and Remuneration Committee (“NRC”)

i. Composition, Meetings and Attendance:

During FY 2025-26, 4 (Four) meetings of the NRC were held on the following dates:

S.No.	Date of Committee Meetings
1.	May 22, 2025
2.	August 11, 2025
3.	October 15, 2025
4.	February 11, 2026

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CIN: U64990DL2008PTC182749

The composition of the NRC and the attendance details of meetings during FY 2025-26 is given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Alfred Victor Mendoza ¹	Member	Nominee Director	4	4
Mr. Yuvraja Chanakya Singh	Member	Non-Executive Director	4	3
Mr. Masashige Nakazono ^{2,3}	Member	Nominee Director	2	1
Mr. Shivashish Chatterjee ³	Member	Managing Director	3	3
Mr. Tammir Amr ⁴	Member	Non-Executive-Independent Director	1	Nil
Mr. Arjun Malhotra ⁴	Member	Non-Executive-Independent Director	1	1

Note:

1. Mr. Alfred Victor Mendoza was designated as Chairman of the Committee w.e.f. November 13, 2025.
2. Mr. Masashige Nakazono was appointed as a member of the Committee w.e.f. May 23, 2025.
3. Mr. Shivashish Chatterjee and Mr. Masashige Nakazono, ceased to be a member of the Committee w.e.f. November 13, 2025.
4. Mr. Tammir Amr and Mr. Arjun Malhotra were appointed as a member of the Committee w.e.f. November 13, 2025.

ii. Terms of reference:

The responsibilities of the NRC, *inter alia*, include to oversee:

- i. Formulate criteria for determining the qualifications, positive attributes, and independence of directors, and recommend to the Board the remuneration of directors, key managerial personnel, and other employees.
 - ii. Formulation of the policy on appointment and remuneration of the Directors, KMPs, Senior Management and other employees in accordance with the applicable regulations.
 - iii. Nominate candidates for the appointment of directors who possess "fit and proper" credentials and review their declarations.
 - iv. Ensure that the general character of management is not prejudicial to the interests of current and future stakeholders, while also verifying the "fit and proper" status of proposed or existing directors.
 - v. Responsible for the administration and oversight of the Employee Stock Option Scheme. Its scope extends beyond any specific Stock Option scheme, encompassing the implementation and management of all Stock Option schemes.
 - vi. Identify individuals qualified for appointment as directors (including independent directors) and for senior management positions, in line with established criteria, and recommend their appointment and removal to the Board.
 - vii. recommend to the board all remuneration, in whatever form, payable to senior management.
 - viii. formulation of criteria for evaluation of performance of independent directors and the board of directors.
 - ix. Devising the policy on diversity of Board of Directors.
 - x. Collaborate closely with the Risk Management Committee of the Board of Directors to ensure effective alignment between compensation and risk management.
 - xi. Such other roles/functions as may be specifically referred to the committee by the Board of Directors and/or other committees of Directors of the Company or specifically mentioned in the applicable laws
- iii. **Performance Evaluation Criteria for Independent Directors:** The Board of Directors have adopted the Board Evaluation Policy ("Policy") for carrying out the evaluation of Board as whole, the Board Committees and individual Directors including Independent Directors. Pursuant to the Policy and the process prescribed therein, the performance evaluation of Board as a whole for the FY 2025-26 was done by all Directors on the Board. The performance evaluation of the Board Committees was done by respective Committee members. Further, the Board of Directors carried peer-

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 CIN: U64990DL2008PTC182749

evaluation in which the performance evaluation of each Director on the Board was done by the entire Board excluding the Director being evaluated.

3. Risk Management Committee (“RMC”)

1. **Composition, Meetings and Attendance:**

During FY 2025-26, 4 (Four) meetings of the RMC were held on the following dates:

S. No.	Date of Committee Meetings
1.	May 22, 2025
2.	August 13, 2025
3.	November 13, 2025
4.	February 13, 2026

The composition of the RMC (including changes) and the attendance details of meetings during FY 2025-26 is given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Tammir Amr	Chairman	Independent Director	4	4
Mr. Nipendar Kochhar	Member	Non-executive Director	4	4
Mr. Yuvraja Chanakya Singh	Member	Non-Executive Director	4	Nil
Mr. Shivashish Chatterjee	Member	Managing Director	4	4
Mr. Arindam Das	Member	Chief Executive Officer	4	4
Mr. Nicky Sharma	Member	Chief Risk Officer	4	4

ii. **Terms of reference:**

The responsibilities of the RMC, *inter alia*, include to oversee:

- Formulate Enterprise Risk Management Policy subject to the approval of the Board.
- Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
- Monitor and oversee implementation of the risk management policies, including annual review of these policies and evaluating the adequacy of risk management systems.
- Evaluate the overall risks faced by the Company including liquidity risk and other material risks.
- Review the compliance to the Company’s Risk Appetite Framework and ensure that the Company is taking adequate measures to remain within its Risk Appetite.
- Make a thorough internal assessment for the need of capital, commensurate with the risks in the business in line with the Internal Capital Adequacy Assessment Process.
- Work in close coordination with Nomination and Remuneration Committee (NRC) to achieve alignment between compensation and risk.
- Monitoring of Board approved limits in respect of various sub-segments under consumer credit on an ongoing basis
- To review the Central record of all material outsourcing arrangements by the Company on a half yearly basis.

DMI Finance Private Limited

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 Tel: +91 11 4120 4444 | +91 11 4120 4000 | Email: dmi@dmifinance.in | Web: www.dmifinance.in
 CIN: U64990DL2008PTC182749

4. Corporate Social Responsibility (“CSR”) Committee

i. Composition, Meetings and Attendance:

During FY 2025-26, 4 (Four) meetings of the CSR Committee were held on the following dates:

S. No.	Date of Committee Meetings
1.	May 19, 2025
2.	August 13, 2025
3.	November 12, 2025
4.	February 12, 2026

The composition of the CSR (including changes) and the attendance details of meetings during FY 2025-26 is given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Arjun Malhotra	Chairman	Independent Director	4	4
Mr. Alfred Victor Mendoza	Member	Nominee Director	4	4
Mr. Shivashish Chatterjee	Member	Managing Director	4	2
Mr. Yuvraja Chanakya Singh	Member	Non-Executive Director	4	2

ii. Terms of reference:

The responsibilities of the CSR Committee, *inter alia*, include to oversee:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company including the activities as specified in Schedule VII of Companies Act, 2013.
- Recommend the amount of expenditure to be incurred on the activities referred to above.
- Monitoring the Corporate Social Responsibility Policy of the company as may be amended from time to time.
- Formulate and recommend to the Board an annual action plan in pursuance of its CSR policy.
- Recommend the manner of execution of CSR projects or programs including approval of implementing agency.
- Recommend the modalities of utilization of funds and implementation schedules for the projects or programmes.
- Monitoring and reporting of the projects or programmes approved by the Committee.
- Such other roles/functions as may be specifically referred to the committee by the Board of Directors and/or other committees of Directors of the Company or specifically mentioned in the applicable laws.

5. Asset Liability Committee (“ALCO”)

i. Composition, Meetings and Attendance:

During FY 2025-26, 4 (Four) meetings of the ALCO were held on the following dates:

S. No.	Date of Committee Meetings
1.	May 19, 2025
2.	August 11, 2025
3.	November 11, 2025
4.	February 11, 2026

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The composition of the ALCO (including changes) and the attendance details of meetings during FY 2025-26 is, given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Shivashish Chatterjee	Chairman	Managing Director	4	3
Mr. Arindam Das	Member	Chief Executive Officer	4	2
Mr. Nicky Sharma	Member	Chief Risk Officer	4	4
Mr. Raj Tripathi	Member	Chief Compliance Officer	4	4
Mr. Rachit Gupta	Member	Chief Treasury Officer	4	4
Mr. Anmol Avinash Nayyar	Member	Chief Partnerships Officer	4	2
Mr. Niraj Khandelwal ¹	Member	Chief Financial Officer	0	0
Mr. Pratik Adatia ²	Member	Chief Financial Officer	2	2

Notes:

- Mr. Niraj Khandelwal resigned as Chief Financial Officer (“CFO”) and Key Managerial Personnel (“KMP”) of the Company w.e.f. close of business hours of April 29, 2025 and accordingly ceases to be the member of the Committee.
- Mr. Pratik Adatia was appointed as CFO and KMP of the Company and was appointed as member of the Committee w.e.f. August 13, 2025.

ii. Terms of reference:

The responsibilities of the ALCO, *inter alia*, include to oversee:

- Attending aspects relating to Asset Liability Management (‘ALM’) such as availability of adequate funding for projected cash flows.
- Monitor the asset liability gap and strategize action to mitigate the risk associated.
- Understanding fund-raising requirements and advising on suitable instruments to be used for the same.
- Ensuring that the financing costs are managed in an efficient and effective manner
- Advising on utilization of excess funds available with the Company.
- To evolve appropriate systems and procedures for ongoing identification and analysis of Balance Sheet risks and lay down parameters for efficient management of these risks through Asset Liability Management Policy of the Company.
- Formulate and implement optimal ALM strategies at an enterprise level and meeting risk/reward objectives.
- To monitor risk exposures, funding & development at periodic intervals and revise ALM strategies where required.
- To provide business update on how various segments are performing & projected forecast for next 6 months.
- Any other matter as may be required by the relevant policy or considered expedient by the ALCO.

6. IT Strategy Committee

i. Composition, Meetings and Attendance:

During FY 2025-26, 4 (Four) meetings of the IT Strategy Committee were held on the following dates:

S. No.	Date of Committee Meetings
1.	May 19, 2025
2.	August 11, 2025
3.	November 11, 2025
4.	February 11, 2026

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CIN: U64990DL2008PTC182749

The composition of the IT Strategy Committee (including changes) and the attendance details of meetings during FY 2025-26 is, given below:

Name of the Members	Member/ Chairman	Category	Entitled	Attended
Mr. Arjun Malhotra	Chairman	Independent Director	4	4
Mr. Alfred Victor Mendoza	Member	Nominee Director	4	4
Mr. Masashige Nakazono	Member	Nominee Director	3	Nil
Mr. Shivashish Chatterjee	Member	Managing Director	4	2
Mr. Saurabh Nigam ¹	Member	Chief Information Officer	2	2
Mr. Manish Srivastava ²	Member	Chief Technology Officer	4	4

Notes:

1. Mr. Saurabh Nigam resigned as Chief Information Officer and ceased to be the member of the Committee w.e.f. November 06, 2025.
2. Mr. Manish Srivastava re-designated as Chief Technology Officer of the Company w.e.f. May 06, 2025.

ii. Terms of reference:

The responsibilities of the IT Strategy Committee, *inter alia*, include to oversee:

- a) Ensure an effective Information Technology (IT) Strategic Planning process is established.
- b) Guide the preparation of the IT Strategy and ensure alignment with the overall business strategy.
- c) Foster an IT and Information System Governance structure that promotes accountability, effectiveness, efficiency, and has adequately skilled resources, clearly defined objectives, and unambiguous responsibilities at all organizational levels.
- d) Implement processes for assessing and managing IT and cybersecurity risks.
- e) Ensure budgetary allocations for the IT function (including IT security) and cybersecurity are commensurate with the organization's IT maturity, digital depth, threat environment, and industry standards, and that they are utilized to meet stated objectives.
- f) Review the adequacy and effectiveness of Business Continuity Planning (BCP) and Disaster Recovery Management (DRM) at least annually.
- g) Approve all policies and strategies related to IT and Information Security and recommend them to the Board.
- h) Review notifications from the Reserve Bank of India and analyze their impact.
- i) Ensure compliance with the IT Governance Framework and ISMS Manual/ISO 27001 Policy of the company.
- j) To review the Policies and items recommended by the respective management committees and recommend the same to the Board of Directors.
- k) To review the minutes of the committees of Management constituted under the Committee.

7. Stakeholders' Relationship Committee

The Company was falling into the category of High-Value Debt Listed Company and was required to comply with the provisions of Regulation 16 to 27 of SEBI LODR on 'comply or explain' basis until March 31, 2025 as per Regulation 15 of SEBI LODR. Accordingly, the Company had constituted Stakeholders Relationship Committee on February 14, 2025 with the following composition:

- (1) Mr. Gurcharan Das, Non-Executive Director, Member/ Chairperson
- (2) Mr. Shivashish Chatterjee, Managing Director, Member
- (3) Mr. Nipendar Kochhar, Non-Executive Director, Member
- (4) Mr. Yuvraja Chanakya Singh, Non-Executive Director, Member
- (5) Mr. Tammir Amr - Independent Director, Member

DMI Finance Private Limited

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The terms of reference were as follows:

- Address and resolve stakeholder grievances and complaints in a timely manner, ensuring a transparent process.
- Regularly report to the Board on stakeholder issues, trends, and the effectiveness of engagement strategies.
- Resolving the grievances of the security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- Such other roles/functions as may be specifically referred to the committee by the Board of Directors and/or other committees of Directors of the Company or specifically mentioned in the applicable laws.

Ms. Reena Jayara, Company Secretary and Compliance Officer of the Company, acts as a Secretary of the Committee. Also, no complaints were received from the Debenture Holders during the financial year under review.

Further, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025-Notification No. F. No. SEBI/LAD-NRO/GN/2025/239 dated 27th March, 2025 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the Company ceased to fall under the category of a High Value Debt Listed Entity and the provisions of Regulation 16 to 27 of SEBI LODR were no longer applicable on it.

Accordingly, no meetings of the Stakeholders Relationship Committee were held during FY 2025-26. Further, the Board of Directors in its meeting held on February 13, 2026 has considered and dissolved the Stakeholders Relationship Committee with immediate effect.

IV. SENIOR MANAGEMENT AND CHANGES THEREIN

As on March 31, 2026, the details of Senior Management of the Company are as below:

S. No.	Name	Designation
1.	Mr. Arindam Das ¹	Chief Executive Officer
2.	Mr. Pratik Adatia ⁴	Chief Financial Officer
3.	Ms. Reena Jayara	Company Secretary
4.	Mr. Anmol Avinash Nayyar	Chief Partnerships Officer
5.	Mr. Jatinder Bhasin ⁵	Chief Strategy Officer
6.	Mr. Fahim Ahmed	Chief of Administration and Infrastructure
7.	Mr. Manikant R Singh	Chief Information Security Officer
8.	Mr. Manish Srivastava ⁷	Chief Technology Officer
9.	Mr. Nicky Sharma	Chief Risk Officer
10.	Mr. Pramod Chowdhary	Chief Economist
11.	Ms. Priyanka Midha	Litigation and Enforcement Head
12.	Mr. Rachit Kumar Gupta	Chief Treasury Officer
13.	Mr. Raj Kumar Tripathi	Chief Compliance Officer
14.	Mr. Rajeeb Ranjan Mallick ⁸	Head of Government Affairs
15.	Mr. Salil Chugh	Chief Digital Strategy Officer
16.	Mr. Rajat Sharma ⁹	Chief Operating Officer (SVP)
17.	Mr. Gaurav Prakash ⁹	Chief Business Officer – MSME Lending (SVP)
18.	Mr. Ashish Sarin ⁹	Chief Customer Experience & Success (SVP)
19.	Ms. Kirti Maheshwari	Head – Internal Audit
20.	Ms. Namrata Kataria ⁹	Chief Process Excellence & Projects (SVP)
21.	Mr. Sumit Sharma ⁹	Head of Distribution – OEM Channels (SVP)
22.	Ms. Pooja Malik	Chief Human Resource Officer

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CIN: U64990DL2008PTC182749

Changes in the Senior Management during Financial Year 2025-26:

1. Mr. Arindam Das was appointed as Chief Executive Officer (“CEO”) and Key Managerial Personnel of the Company (“KMP”) w.e.f. May 23, 2025.
2. Mr. Niraj Khandelwal resigned as Chief Financial Officer (“CFO”) and KMP w.e.f. close of business hours of April 29, 2025.
3. Mr. Arpit Baheti was appointed as Interim CFO with effect from May 23, 2025 and resigned from the office of Interim CFO with effect from the commencement of business hours of August 13, 2025
4. Mr. Pratik Adatia was appointed as CFO and KMP w.e.f. August 13, 2025.
5. Mr. Jatinder Bhasin was re-designated as Chief Strategy Officer with effect from May 06, 2025.
6. Mr. Saurabh Nigam was re-designated as Chief Information Officer with effect from June 04, 2025 and resigned as Chief Information Officer w.e.f. November 06, 2025.
7. Mr. Manish Srivastava was designated as Chief Technology Officer w.e.f. May 06, 2025.
8. Mr. Rajeeb Ranjan Mallick was appointed as Head of Government Affairs w.e.f. October 15, 2025.
9. Mr. Rajat Sharma, Mr. Gaurav Prakash, Mr. Ashish Sarin, Ms. Namrata Kataria and Mr. Sumit Sharma became SMPs pursuant to the annual performance appraisals w.e.f. May 06, 2025.

V. REMUNERATION OF DIRECTORS:

a) Non-Executive Directors (NEDs)

i. Criteria for making payment

The Independent Directors are not paid any remuneration other than the sitting fee for attending meetings of the Board and the committees thereof as approved by the Board. The sitting fees as determined by the Board for attending meetings of the Board meetings and committee meetings are within the limits prescribed under the Act. No sitting fee were paid to the Nominees Directors.

ii. Remuneration

During the FY 2025-26, no remuneration was paid to the Non-Executive Directors of the Company except Sitting Fees for attending meetings of the Board and Board Committees, within the maximum prescribed limits under the Companies Act, 2013. The details of the same are as under:

S. No.	Name of Director	Capacity	Remuneration (INR)* (Sitting fees paid during Financial Year 2025-26)
1	Mr. Gurcharan Das	Non- Executive Director	1,50,000
2	Mr. Nipendar Kochhar	Non- Executive Director	4,30,000
3	Mr. Yuvraja Chanakya Singh	Non- Executive Director	3,80,000
4	Mr. Alfred Victor Mendoza	Nominee Director	Nil
5	Mr. Masashige Nakazono ¹	Nominee Director	Nil
6	Mrs. Naomi Koike Hauser	Nominee Director	Nil
7	Mr. Tammir Amr	Non-Executive-Independent Director	3,50,000
8	Mr. Arjun Malhotra	Non-Executive-Independent Director	3,90,000

**The amount is inclusive of TDS, as applicable and excludes reimbursement towards expenses incurred.*

During the financial year under the review, no Non-Executive Director had any pecuniary relationships or transactions with the Company as on March 31, 2026 other than the details disclosed in this Report.

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 Tel: +91 11 4120 4444 | +91 11 4120 4000 | Email: dmi@dmifinance.in | Web: www.dmifinance.in
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b) Executive Directors:

During the FY 2025-26, the Company paid remuneration to Mr. Shivashish Chatterjee, Managing Director. The details of the same are as under:

S. No.	Name of Director	Capacity	Remuneration (INR)***			
			*Gross Salary	Gratuity and Leave encashment	Discretionary Bonus	Total
1.	Mr. Shivashish Chatterjee	Managing Director	5,18,35,693	Nil	Nil	5,18,35,693

Notes:

* Includes Employer Contribution to PF

***excludes reimbursement of expenses and Post employment benefits.

The notice period & other terms of employment of Executive Board members are governed by the HR policies of the Company.

c) Other disclosures:

The compensation structure and framework of the Company is based on the below approach:

- As per the Company's internal approach and policy on calculation and payment of variable/performance pay, large portion of the variable pay to the KMP and other employees are paid in the form of ESOPs, which has vesting period attached to it. Accordingly, the same is not paid immediately and are vested over a period of time.
- Further, the variable pay is calculated on the basis of scorecard approach which has close integration & alignment with organization and individual performance.
- Variable pay is paid on the basis of Company and individual performance after the closure of relevant financial year for which the variable payment has to be done.
- Further, the details of remuneration paid to Non-Executive Directors and Executive Directors of the Company are disclosed above in point (a) and (b) respectively.

VI. GENERAL BODY MEETINGS:
a) Details of the last three Annual General Meetings of the Company:

Financial Year	Date	Time	Venue	No. of Special Resolutions passed
2023-24	September 28, 2023	05:00 PM (IST)	Express Building, 3rd Floor 9-10, Bahadur Shah Zafar Marg, Delhi, India, 110002	1
2024-25	September 19, 2024	03:00 PM (IST)	Express Building, 3rd Floor 9-10, Bahadur Shah Zafar Marg, Delhi, India, 110002	Nil
2025-26	September 26, 2025	05:00 PM (IST)	Express Building, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002	2

- Whether any special resolution passed last year through postal ballot and details of voting pattern – No.
- Person who conducted the postal ballot exercise – Not applicable.
- Whether any special resolution is proposed to be conducted through postal ballot – No.
- Procedure for postal ballot – Not applicable.

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CIN: U64990DL2008PTC182749

VII. MEANS OF COMMUNICATION:

The 'Investor Relations' section on the Company's website (www.dmifinance.in) keeps the investors updated on material developments in the Company by providing key and timely information such as Financial Results, Annual Reports, Contact details of persons responsible for investor grievances, etc. The Debenture Holders can also send in their queries / complaints at the designated email address: compliance@dmifinance.in. Financial Results of the Company on quarterly/half yearly basis are normally published in Financial Express Newspaper.

VIII. GENERAL SHAREHOLDER INFORMATION:

The Company is registered with the Registrar of Companies, Delhi. The Corporate Identity Number allotted to the Company by the Ministry of Corporate Affairs is U64990DL2008PTC182749.

- a) **Annual General Meeting –**
Date: September 24, 2026
Time: 5:00 PM (IST)
Venue: Express Building, 4th Floor 9-10, Bahadur Shah Zafar Marg, New Delhi, India, 110002
- b) **Financial year:** April 01, 2025 to March 31, 2026
- c) **Dividend payment date:** Not Applicable
- d) **The name and address of each stock exchange(s) at which the listed entity's securities are listed and confirmation about payment of annual listing fee to each of such stock exchange(s):**

Name and Address of the Stock Exchange	Type of Securities Listed
BSE Limited P. J. Towers, Dalal Street, Mumbai 400 001	Non-Convertible Debentures issued on a Private Placement Basis

Listing Fees as applicable have been paid for FY 2025-26 and as on the date of the report, the Company has already paid the listing fees for FY 2026-27 within the prescribed timelines.

- e) **In case the securities are suspended from trading, the directors report shall explain the reason thereof:** Not Applicable*
- f) **Registrar to an issue and share transfer agents:**
M/s. MUFG Intime India Private Limited (erstwhile known as Link Intime India Private Limited)
C 101, Embassy 247, L.B.S.Marg, Vikhroli (West), Mumbai – 400083
Email: debtca@linkintime.co.in
- g) **Share transfer system:** All activities in relation to share transfer is processed periodically by the Company along with the Registrar & Share Transfer Agent (RTA) of the Company. The RTA of the Company provides the facility of electronic transfer of shares.
- h) **Distribution of shareholding:**

S. No.	Category of Shareholders	% holding of Paid-Up Capital
1	Promoters	68.78
2	Founders and Affiliates	0.54
3	Corporate Investors	28.66
4	Other Investors	2.02
	Total Capital	100.00

DMI Finance Private Limited

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CIN: U64990DL2008PTC182749

i) Dematerialization of shares and liquidity:

As on March 31, 2026, equity Shares of the Company are held in both physical and dematerialised form. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's equity shares by the depositories is INE604O01012. As on March 31, 2026, 74,25,67,872 equity shares constituting 99.99 % of share capital was in dematerialised form.

Further, as on March 31, 2026, all of the Non-Convertible Debentures (NCD) of the Company are in dematerialised form and listed on Bombay Stock Exchange (BSE).

j) Outstanding Global Depository Receipts or American Depository Receipts or Warrants or any convertible instruments, conversion date and likely impact on equity: As on March 31, 2026, the details of outstanding Convertible Share Warrants of the Company are provided as below:

S. No	Type of Security Outstanding	Number of Security outstanding	Conversion Date	Impact on Equity Shares
1.	Warrants	42,16,379	As per the terms and conditions of warrants agreements.	On conversion, the warrants shall be converted into Equity Shares of the Company ranking pari passu with existing equity shares and consequently, the paid-up share capital of the Company will be increased.

Further, there are no Global Depository Receipts or American Depository Receipts or any other convertible instruments issued and outstanding as on March 31, 2026.

k) Commodity price risk or foreign exchange risk and hedging activities: Not Applicable*

l) Plant locations: Not Applicable*

m) Address for correspondence: Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi, India, 110002.

n) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad: Details pertaining to Credit Ratings and revisions thereto are provided in notes forming part of financial statements for the financial year ended March 31, 2026.

o) Transfer of Unclaimed / Unpaid Amounts to the Investor Education and Protection Fund: During the year under review, no amount was due for transfer to Investor Education and Protection Fund.

**The Equity Shares of the Company are not listed on the stock exchanges and hence certain details are not applicable to the Company.*

IX. OTHER DISCLOSURES:

Particulars	Details
(a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large.	Not Applicable
(b) Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory	Financial Year 2025-26: There were no regulatory strictures/ Regulatory Actions imposed on the Company.

DMI Finance Private Limited

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CIN: U64990DL2008PTC182749

authority, on any matter related to capital markets, during the last three years.

Financial Year 2024-25:

The following regulatory strictures/ regulatory actions were imposed on the Company during financial year 2024-25:

1. During the year under review, the Company received an order dated October 17, 2024, from the RBI under section 45L(1)(b) of the Reserve Bank of India Act, 1934. This order directed the Company to cease and desist sanction or disbursements of loan with effect from October 21, 2024, until the specific issues outlined in the order are adequately addressed and the identified deficiencies are resolved to the satisfaction of the RBI. RBI vide letter dated January 08, 2025 lifted the cease and desist order following the submission of the Company's remediation steps.
2. Fine amounting INR 75,520/- (inclusive applicable taxes) cumulatively was levied by BSE Limited vide communications dated May 30, 2024 and August 29, 2024 for non-appointment of a qualified company secretary as the compliance officer as required under Regulation 6(1) of the SEBI Listing Regulations.
3. Fine amounting INR 11,800/- (inclusive applicable taxes) was imposed by BSE Limited on July 1, 2024 for delay in submission of the notice of Record Date as required to be submitted under Regulation 60 (2) of the SEBI Listing Regulations.
4. Fine amounting INR 56,640/- (inclusive applicable taxes) was imposed by BSE Limited on May 03, 2024 for non-Compliance with respect to the requirement of the Para 8.4 of Chapter XVII of SEBI circular dated August 10, 2021 w.r.t. the intimation of fulfilment of the payment obligation.

Financial Year 2023-24:

The following regulatory strictures/ regulatory actions were imposed on the Company during financial year 2023-24:

1. A Late Submission Fee (LSF) of Rs. 9,000 was imposed by the Reserve Bank of India under Regulation 5 FEMA (Non-Debt) Regulation 2019 on April 21, 2023.
2. A Late Submission Fee (LSF) of Rs. 15,700 was imposed by the Reserve Bank of India under Regulation 5 FEMA (Non-Debt) Regulation 2019 on November 3, 2023.

DMI Finance Private Limited

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 CIN: U64990DL2008PTC182749

	3. A Late Submission Fee (LSF) of Rs. 8,500 was imposed by the Reserve Bank of India under Regulation 5 FEMA (Non-Debt) Regulation 2019 on February 16, 2024. 4. A Late Submission Fee (LSF) of Rs. 10,300 was imposed by the Reserve Bank of India under Regulation 5 FEMA (Non-Debt) Regulation 2019 on March 12, 2024. 5. A Late Submission Fee (LSF) of Rs. 10,300 was imposed by the Reserve Bank of India under Regulation 5 FEMA (Non-Debt) Regulation 2019 on March 21, 2024.
(c) Details of establishment of vigil mechanism/whistle blower policy, and affirmation that no personnel has been denied access to the audit committee.	The Company has a Whistle Blowing Policy and has established necessary Vigil Mechanism for Directors, Employees and other stakeholders to report concerns about unethical behaviour. Further, no person has been denied access to the Audit Committee.
(d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements.	The Company was falling into the category of High-Value Debt Listed Company and was required to comply with the provisions of Regulation 16 to 27 of SEBI LODR on 'comply or explain' basis until March 31, 2025 as per Regulation 15 of SEBI LODR. Thereafter, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated March 27, 2025 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the Company ceased to be a High Value Debt Listed Entity for financial year 2025-26 and the provisions of Regulation 16 to 27 of SEBI LODR are not applicable on it. However, the Company continues to take the initiative to adopt these regulations on a voluntary basis to be best extent possible.
(e) Web link where policy for determining 'material' subsidiaries is disclosed.	Not Applicable
(f) Web link where policy on dealing with related party transactions.	https://www.dmifinance.in/investor-relations/policies/
(g) Disclosure of commodity price risks and commodity hedging activities.	Not Applicable
(h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).	Not Applicable
(i) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.	The Company has obtained certificate from M/s VLA & Associates, Practising Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory

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CIN: U64990DL2008PTC182749

	authority. The same is reproduced at the end of this report and marked as Annexure I .		
(j) Where the board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof. Provided that the clause shall only apply where recommendation of / submission by the committee is required for the approval of the Board of Directors and shall not apply where prior approval of the relevant committee is required for undertaking any transaction under these Regulations.	During the financial year 2025-26, all the recommendations of the various Committees of the Board were accepted by the Board of Directors.		
(k) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.	The particulars of payment of fees to Statutory Auditors is provided in notes forming part of Standalone Financial Statements for the financial year ended March 31, 2026.		
(l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013	Number of complaints filed during the financial year	Number of complaints disposed of during the financial year	Number of complaints pending as on end of the financial year.
	0	0	0
(m) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount. Provided that this requirement shall be applicable to all listed entities except for listed banks.	No Loans and advances have been given by the Company or its subsidiaries other than in the ordinary course of business.		
(n) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.	Not Applicable		

X. Non-compliance of any requirement of corporate governance report of sub-paras above, with reasons thereof shall be disclosed: NIL

XI. The corporate governance report shall also disclose the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:

The Company has adopted the following discretionary requirements as specified in Part E of Schedule II:

Separate posts of Chairman and Managing Director & Chief Executive Officer (“CEO”):

As of March 31, 2026, the Company does not have a designated Chairman. However, the Company has Mr. Shivashish Chatterjee as Managing Director and Mr. Arindam Das as the Chief Executive Officer of the Company.

Additionally, the discretionary requirements as specified under SEBI Listing Regulations are being reviewed from time to time.

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XII. The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 shall be made in the section on corporate governance of the annual report.

The Company was falling into the category of High-Value Debt Listed Company and was required to comply with the provisions of Regulation 16 to 27 of SEBI LODR on 'comply or explain' basis until March 31, 2025 as per Regulation 15 of SEBI LODR.

However, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated March 27, 2025 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the Company ceased to be a High Value Debt Listed Entity for the Financial Year 2025-26 and the provisions of Regulation 16 to 27 of SEBI LODR are not applicable on it. However, the Company continues to take the initiative to adopt these regulations on a voluntary basis to be best extent possible.

XIII. Declaration signed by the Chief Executive Officer stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management.

As of March 31, 2026, Mr. Arindam Das is designated Chief Executive Officer ("CEO") of the Company.

Further, the Company was falling into the category of High-Value Debt Listed Company and was required to comply with the provisions of Regulation 16 to 27 of SEBI LODR on 'comply or explain' basis until March 31, 2025 as per Regulation 15 of SEBI LODR.

However, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated March 27, 2025 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the Company ceased to be a High Value Debt Listed Entity for the Financial Year 2025-26 and the provisions of Regulation 16 to 27 of SEBI LODR are not applicable on it. However, the Company continues to take the initiative to adopt these regulations on a voluntary basis to be best extent possible.

XIV. Compliance certificate from either the auditors or practicing company secretaries regarding compliance of conditions of corporate governance shall be annexed with the Directors' report.

The Company has obtained a compliance certificate from M/s. VLA & Associates, Company Secretaries regarding compliance with the conditions of corporate governance. The same is reproduced at the end of this Report and enclosed as **Annexure II**.

XV. Disclosures with respect to demat suspense account/ unclaimed suspense account: Not Applicable

XVI. Disclosure of certain types of agreements binding listed entities. Not Applicable

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **DMI Finance Private Limited** having CIN U64990DL2008PTC182749 and having registered office at Express Building, 3rd Floor 9-10, Bahadur Shah Zafar Marg, New Delhi, India, 110002 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company, as stated below, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs, or any such other Statutory Authority, for the Financial Year ended on March 31, 2026.

S. No.	Name of Director(s)	Category/Designation	DIN	Date of appointment
1	Mr. Shivashish Chatterjee	Managing Director	02623460	30.12.2010
2	Mr. Gurcharan Das	Non- Executive Director	00100011	25.08.2011
3	Mr. Nipendar Kochhar	Non- Executive Director	02201954	11.09.2008
4	Mr. Yuvraja Chanakya Singh	Non- Executive Director	02601179	26.08.2009
5	Mr. Arjun Malhotra	Non-Executive-Independent Director	00177397	26.12.2024
6	Mr. Tammir Amr	Non-Executive-Independent Director	07030832	26.12.2024
7	Mr. Alfred Victor Mendoza	Nominee Director	08432874	14.11.2022
8	Mr. Masashige Nakazono	Nominee Director	11009991	28.03.2025
9	Ms. Naomi Koike Hauser	Nominee Director	10540517	13.04.2024

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which management has conducted the affairs of the Company.

For VLA & Associates
Company Secretaries

ICSI Unique Code: I2007DE587900

Peer Review Unique Identification No.: 6448/2025

Date: July 27, 2026
Place: New Delhi

Sd/-
Vishal
Lochan Aggarwal
(Proprietor)

Membership No.: F7241

C. P. No.: 7622

UDIN: F007241H000949149

Annexure II

CERTIFICATE ON CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members
DMI Finance Private Limited
CIN: U64990DL2008PTC182749
Express Building, 3rd Floor 9-10,
Bahadur Shah Zafar Marg,
New Delhi, India, 110002

We have examined the compliance of Corporate Governance provisions by M/s DMI Finance Private Limited ("the Company") for the year ended 31st March, 2026, as stipulated under Regulations 17 to 27 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of regulations of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the regulations of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations provided to us, the representations made by the Directors and the Management, and upon consideration of the applicable regulatory framework, the Company being classified as a High Value Debt Listed Entity and, in terms of Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), was required to comply with the provisions of Regulations 16 to 27 of the SEBI LODR on a "comply or explain" basis up to March 31, 2025.

Subsequently, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, dated March 27, 2025, and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the Company no longer qualifies as a High Value Debt Listed Entity in the Financial Year 2025-26. Accordingly, the provisions of Regulations 16 to 27 of the SEBI LODR are not applicable to the Company.

However, the Company continues to take the initiative to adopt these regulations on a voluntary basis for the year ended on March 31, 2026.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For VLA & Associates
Company Secretaries**

ICSI Unique Code: I2007DE587900

Peer Review Unique Identification No.: 6448/2025

**Date: July 27, 2026
Place: New Delhi**

**Sd/-
Vishal
Lochan Aggarwal
(Proprietor)**

Membership No.: F7241

C. P. No.: 7622

UDIN: F007241H000948885

CEO & CFO Certificate

The Board of Directors
DMI Finance Private Limited

This is to certify that:

1. We have reviewed the Financial Statements and the Cash Flow Statement for the Financial Year ended 31st March 2026 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent or illegal or violate Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which we are aware and steps that have been taken to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
 - a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Pratik Adatia
Chief Financial Officer

Sd/-
Arindam Das
Chief Executive Officer

Place: New Delhi
Date: May 15, 2026

DMI Finance Private Limited

Express Building, 3rd Floor, 9-10 Bahadur Shah Zafar Marg, New Delhi – 110002
Tel: +91 11 4120 4444 | +91 11 4120 4000 | Email: dmi@dmifinance.in | Web: www.dmifinance.in
CIN: U64990DL2008PTC182749

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

1. A brief outline of the CSR Policy of the Company:

The Company has adopted CSR Policy which aims at promoting the welfare measures for the underprivileged communities, promotion of health & sanitation, woman empowerment, promotion of education, art & culture, rural development and environment protection with an objective of creating lasting and positive difference in the communities being served. The Company undertake the projects in these areas in partnership with different eligible organisation and agencies. The CSR Policy is uploaded on the Company's website and can be accessed at <https://www.dmifinance.in/investor-relations/policies/>.

2. Composition of CSR Committee:

S. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Arjun Malhotra	Independent Director, Chairman	4	4
2.	Mr. Alfred Victor Mendoza	Nominee Director, Member	4	4
3.	Mr. Shivashish Chatterjee	Managing Director, Member	4	2
4.	Mr. Yuvraja Chanakya Singh	Non-Executive Director, Member	4	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The CSR Policy, Composition of CSR committee and details of the projects funded by the Company can be accessed from <https://www.dmifinance.in/investor-corporate-governance.html>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: The average CSR obligation of the Company in the three immediately preceding financial years is not exceeding Rs. ten crores, hence there is no requirement for carrying impact assessment.

5. (a) Average net profit of the Company as per sub-section (5) of section 135: **INR 3,31,06,34,645/-**
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135: **INR 6,62,12,693 /-**
 (c) Surplus arising out of the CSR Projects or programmes or activities of previous financial years- **NIL**
 (d) Amount required to be set-off for the financial year, if any- **NIL**
 (e) Total CSR obligation for the financial year [(b)+(c)+(d)]: **INR 6,62,12,693/-**
6. (a) Amount spent on CSR projects (both Ongoing Project and other than Ongoing Project): **INR 6,66,03,316/-**
 (b) Amount spent in Administrative Overheads: **INR 9,64,581/-**
 (c) Amount spent on Impact Assessment, if applicable: **Not Applicable**

DMI Finance Private Limited

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 CIN: U64990DL2008PTC182749

(d) Total amount spent for the Financial Year [(a) +(b)+(c)]: **INR 6,75,67,897/-**

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
6,75,67,897	Not Applicable	-	Not Applicable		-

(f) Excess amount for set-off, if any:

S. No	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per section 135(5)	6,62,12,693
(ii)	Total amount spent for the Financial Year	6,75,67,897
(iii)	Excess amount spent for the financial year [(ii)-(i)]	13,55,204
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	13,55,204

7. Details of Unspent CSR amount for the preceding three financial years: **Nil**

1	2	3	4	5	6	7	8
Sl. no.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any	Amount remaining to be spent in succeeding financial years. (in Rs.)	Deficiency, if any
					Amount (in Rs.) Date of Transfer		
Nil							

DMI Finance Private Limited

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 CIN: U64990DL2008PTC182749

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: **Not Applicable**

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

**Sd/-
Shivashish Chatterjee
Managing Director
DIN: 02623460**
Address: Express Building, 3rd
Floor, 9-10, Bahadur Shah Zafar
Marg, New Delhi- 110002

**Sd/-
Arjun Malhotra
Chairman of CSR committee
DIN: 00177397**
Address: Express Building, 3rd
Floor, 9-10, Bahadur Shah Zafar
Marg, New Delhi- 110002

Date: August 13, 2026

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel)
Rules, 2014]

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

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DMI Finance Private Limited** (*hereinafter called "the Company"*). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder- **To the extent applicable;**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;- **To the extent applicable;**
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI);

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") - **To the extent applicable;**
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not applicable to the Company;**
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **The Company is complying with the applicable provisions during the audit period under review;**
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, [*erstwhile The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009*]- **Not applicable during the audit period under review;**
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- **Not applicable to the Company**
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- **To the extent applicable;**
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not applicable to the Company;** and
 - i. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - **Not applicable to the Company.**
- vi. Other laws as applicable specifically to the Company:
 - a. Reserve Bank of India Act, 1934 and rules, regulations & directions issued from time to time.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) with respect to Board and General Meetings.

During the year under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines, standards, etc. mentioned above.

I further report that:

The Company was falling into the category of High-Value Debt Listed (“HVDLE”) Company and was required to comply with the provisions of Regulation 16 to 27 of SEBI (LODR), Regulations, 2015 on ‘comply or explain’ basis until March 31, 2025 as per Regulation 15 of SEBI (LODR), Regulations, 2015. However, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, dated March 27, 2025, the threshold for HVDLE classification was raised from Rs. 500 crore to Rs. 1,000 crore. Consequently, the Company was no longer classified as the HVDLE.

Further, vide Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2026, dated January 20, 2026, the threshold for classification as a HVDLE has been further increased from Rs. 1,000 crore to Rs. 5,000 crore. However, during the financial year under review, the Company continued to take initiative to adopt the Corporate Governance norms of SEBI (LODR) Regulations, 2015 on a voluntary basis.

The Board of Directors of the Company is duly constituted with proper balance of Executive and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notices, agenda and detailed notes on agenda were given to all directors to schedule the Board Meetings in compliance with the provisions of the Act, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The resolutions were passed at all the meetings by the requisite majority and there were no instances of the dissent which were required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Further I report that during the audit period, the Company has taken the following major decisions:

- a. Allotment of Non- Convertible Debentures (NCDs) amounting to INR 800 million on Private Placement basis.
- b. Redemption/ repayment of Non-Convertible Debentures amounting to INR 3,890 Million and Commercial Papers amounting to INR 250 Million.

This report is to be read with our letter of even date which is annexed as “Annexure-1” and forms an integral part of this report.

**For VLA & Associates
(Company Secretaries)**

Sd/-

**Vishal Lochan Aggarwal
(Proprietor)**

FCS No.: 7241

C P No.: F7622

UDIN: F007241H001084207

Place: New Delhi

Date: August 12, 2026

Annexure 1

**To,
The Members,
DMI Finance Private Limited
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg,
New Delhi – 110002**

My report on even date is to be read along with this letter.

Management's Responsibility:-

1. Maintenance of secretarial records and other records under the scope/ambit of Secretarial Audit (hereinafter called 'Record') is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit.
2. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Auditor's Responsibility:-

3. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
4. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion. I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer:-

The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For VLA & Associates
(Company Secretaries)**

Sd/-

**Vishal Lochan Aggarwal
(Proprietor)**

FCS No.: 7241

C P No.: F7622

UDIN: F007241H001084207

Place: New Delhi

Date: August 12, 2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR FINANCIAL YEAR 2025-2026
Global Economic Overview

The global economy in 2025 operated within a complex and increasingly uncertain macroeconomic environment, marked by trade restrictions, policy uncertainty and persistent geopolitical tensions. Ongoing conflicts in Eastern Europe and the Middle East, including the Russia-Ukraine war, continued to disrupt global supply chains, energy markets and investor sentiment, leading to periodic volatility in commodity prices and financial conditions. At the same time, rising tariffs, changing trade arrangements and increasing geoeconomic fragmentation added to uncertainty in global trade and investment flows.

Despite these headwinds, global economic activity remained resilient during the year, driven by stable labour markets, continued fiscal support and technology-led investments, particularly in artificial intelligence (AI). Economies gradually adapted through diversified trade routes, enhanced energy security measures and supply chain realignment, which contributed to a relatively stable recovery. As a result, global growth stood at 3.4% in 2025, compared to 3.3% in 2024.

Advanced economies recorded growth of 1.9% in 2025, supported by relatively stable labour markets, easing financial conditions and recovering demand. Meanwhile, emerging market and developing economies (EMDEs) expanded by 4.4%, driven by resilient domestic consumption, improving activity across manufacturing and services, and continued infrastructure investments in key Asian economies.

Global headline inflation moderated to 4.1% in 2025, reflecting easing supply-side pressures and the impact of earlier monetary tightening measures. However, inflation trends remained uneven across regions, with inflation continuing to remain above target in the United States while staying relatively subdued across several other major economies.

Real GDP Growth

CY	Global	Advanced Economies	Emerging Markets and Developing Economies
2025	3.4	1.9	4.4
2026	3.1 (P)	1.8 (P)	3.9 (P)
2027	3.2 (P)	1.7 (P)	4.2 (P)

*P stands for Projected

(Source: IMF World Economic Outlook April 2026)

Outlook

As 2026 unfolds, the global economy faces renewed uncertainty, largely driven by escalating tensions in West Asia and disruptions across critical energy transit routes. Rising concerns around the supply of oil, LNG and fertilisers have intensified risks related to energy security, inflationary pressures and supply chain stability. Against this backdrop, global growth is projected to moderate to 3.1% in 2026 before improving marginally to 3.2% in 2027.

However, improving diplomatic efforts, strategic energy diversification and stronger regional cooperation are expected to gradually ease these pressures. Thereby, this is likely to support supply chain stability, moderating inflation and fostering a more balanced and resilient global economic recovery.

DMI Finance Private Limited

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CIN: U64990DL2008PTC182749

Advanced economies are expected to grow at 1.8% in 2026, while emerging market and developing economies are projected to expand by 3.9%, supported by domestic demand and continued infrastructure spending. Growth in the United States (U.S.) remains a key driver of the global outlook, with the IMF raising the U.S. forecast and GDP projected to grow by about 2.3% in 2026 and 2.1% in 2027.

Central banks are expected to remain cautious, while governments continue to focus on fiscal discipline, targeted policy support and strengthening supply chain resilience amid the evolving global economic landscape.

Indian Economic Overview

The Indian economy recorded a steady growth in FY 2025-26, maintaining its position as one of the fastest-growing economies in the world. Resilient consumer spending and significant public investment are expected to largely counter the effect of higher US tariffs. The ongoing geopolitical tensions in regions such as West Asia may create near-term pressures through volatility in crude oil prices, trade routes, and external demand. However, India's diversified trade base, strong domestic demand, and policy support are likely to mitigate these risks and sustain growth.

Economic Growth and Sectoral Performance

According to the Provisional Estimates released by the Ministry of Statistics and Programme Implementation (MoSPI), real GDP grew by 7.7% during the year, while real Gross Value Added (GVA) increased by 7.9% to ₹294.91 lakh crore. The services sector remained the key growth driver, while manufacturing witnessed continued improvement supported by government-led production initiatives and infrastructure spending.

Global Position and Structural Reforms

India continues to remain among the world's largest economies and is currently ranked as the sixth-largest economy globally in nominal GDP terms, as per the IMF. Structural reforms such as the Goods and Services Tax (GST), Production Linked Incentive (PLI) schemes and Make In India 2.0 continue to enhance formalisation, improve manufacturing competitiveness and strengthen ease of doing business, while reinforcing India's integration within global supply chains. Manufacturing activity also remained robust, with the HSBC India Manufacturing PMI rising to 54.7 in April 2026, supported by healthy domestic demand and higher output levels.

Government Initiatives and Industrial Growth

The Government's large-scale investments, reforms and flagship initiatives, including Make in India and the Production Linked Incentive (PLI) schemes, have played an important role in driving industrial growth. The PLI scheme has attracted investments of approximately ₹2.16 lakh crore across 14 key sectors, aligned with national priorities such as 'Atmanirbhar Bharat' and India's vision of becoming a \$5 trillion economy.

Industrial Production

India's Index of Industrial Production (IIP) recorded growth of 4.1% in March 2026, supported by 4.3% growth in the manufacturing sector and 5.5% growth in mining activity, reflecting continued resilience in industrial and infrastructure-led economic activity.

Inflation and Monetary Policy

Inflation moderated significantly during the year, with the RBI lowering its CPI inflation forecast for FY 2025-26 to 2.1%, supported by favourable supply conditions and easing food prices. In response, the RBI reduced the repo rate cumulatively by 0.75% to 5.25%, supporting credit availability and investment activity. (Source:

[Tradingeconomics](#), [MOSPI](#), [RBI](#), [PIB](#), [Fortuneindia](#))

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Real GDP Growth Table in India

Year	Growth
FY23	7.2%
FY24	8.2%
FY25	7.1%
FY26	7.7%
FY27	6.9%(P)

*P stands for Projected

(Source: [RBI Annual Report 2025-2026](#), [PIB](#))

Outlook

India's Real GDP growth for FY 2027 is estimated at 6.9%, driven by the double engine of consumption and investment. It reaffirms India's status as the fastest-growing major economy for the fourth consecutive year. The recent unrest in West Asia has created intermittent challenges, including fluctuations in crude oil prices and disruptions in global trade routes. Nevertheless, the overall impact on India is expected to remain manageable, supported by strong macroeconomic fundamentals, proactive policy measures, and sustained infrastructure-driven development. Ongoing government expenditure on infrastructure, expanding digital connectivity and a balanced monetary approach are expected to continue supporting industrial activity and consumption-oriented sectors. In addition, India's exports are projected to reach \$1 trillion in FY 2026-27, aided by the recent trade agreement with the United States and the European Union. Export growth is also expected to benefit from the reduction in U.S. tariffs on Indian products from 50% to 18%.

The Union Budget for FY 2026-27 earmarked ₹12.2 lakh crore for capital expenditure, approximately 9% higher than the ₹11.2 lakh crore capital expenditure estimated for FY 2025-26. The increased allocation reflects the Government's continued focus on sustaining economic momentum and advancing its "Viksit Bharat" vision for a developed India. The Budget continues to prioritise capital expenditure through higher allocations towards roads, railways, ports, airports, power transmission and urban infrastructure.

(Source: [Careratings](#), [RBI Annual Report 2025-2026](#))

Industry Overview**Overview of the Financial Services Sector**

India's financial services sector remained resilient during FY 2025-26, underpinned by broad-based expansion in credit and continued adoption of digital financial services. Non-food bank credit grew by 15.9% year-on-year, reaching ₹212.9 lakh crore as of March 2026, reflecting healthy demand across services, personal loans, agriculture, and industry. This growth was driven by resilient domestic consumption, financial inclusion, demand for retail and MSME financing, and adoption of digital payment and lending platforms. Despite global challenges such as geopolitical tensions, commodity price volatility, and changing monetary conditions, the sector remained stable due to regulatory oversight by the Reserve Bank of India (RBI), healthy capitalisation, and improved balance sheets across banks and non-banking financial companies (NBFCs).

DMI Finance Private Limited

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The total financing market in India, comprising Scheduled Commercial Banks (SCBs) and Non-Banking Financial Companies (NBFCs), continued to expand during FY2025-26. Aggregate credit outstanding reached ₹212.9 lakh crore in March 2026, reflecting a year-on-year growth of 15.9%, an increase of 497 basis points over the corresponding period in 2025 (10.9%), with the overall credit portfolio expanding by ₹29.2 lakh crore during the year. Scheduled Commercial Banks continued to dominate the lending landscape, with credit growth of 15.9% in FY 2025-26, underscoring robust economic activity and credit demand. NBFCs further strengthened their position as critical credit intermediaries and are likely to gain a market share of nearly 26% in FY27. The increasing role of NBFCs reflects their deeper penetration across retail lending, MSME financing, vehicle finance, affordable housing finance, and emerging borrower segments that are underserved by traditional banking channels.

NBFCs are expected to continue outpacing the broader banking sector in terms of credit growth over the medium term. The NBFC sector is expected to maintain a strong growth trajectory, with its aggregate balance sheet projected to reach approximately ₹92.9 trillion by FY28, driven by sustained credit demand across retail, MSME, and services segments. The NBFC sector's assets under management (AUM) are likely to grow at a healthy 18-19% CAGR through March 2027 and cross ₹50 lakh crore, supported by consumption demand, benign inflation, improving access to formal credit and increasing retail penetration across tier-2 and tier-3 markets. In comparison, bank credit growth is expected to remain relatively moderate as lenders continue to focus on liability mobilisation, secured lending and calibrated risk management.

Digitalisation continued to reshape the operating landscape of financial services. Adoption of Aadhaar-enabled onboarding, e-KYC, Unified Payments Interface (UPI), account aggregation frameworks and API-based lending architecture significantly improved the efficiency of customer acquisition and credit delivery. Smartphone penetration, affordable internet access and adoption of digital payments accelerated the expansion of digital lending platforms and embedded finance models across Tier-II and Tier-III markets. India's retail lending market represents a US\$1 trillion+ opportunity over the coming years, driven by low mortgage penetration, digital lending, rising incomes, and financial inclusion. This momentum is propelled by rising disposable incomes and digital-first lending models that have expanded formal credit access to "Middle India" and young, digitally native borrowers.

From a regulatory standpoint, the RBI has maintained a vigilant stance to ensure financial stability. The RBI, in its Financial Stability Report for December 2025, highlighted that system-level indicators relating to capital adequacy, liquidity and profitability remained steady during the year. The Gross Non-Performing Assets (GNPA) ratios have shown steady improvement, reflecting a disciplined approach to asset quality even as credit volumes expand.

The outlook for the sector remains positive, owing to strong macroeconomic fundamentals and a young, working population that continues to drive domestic consumption. While global uncertainties and policy shifts present potential risks, the domestic financial services ecosystem is well-positioned for expansion, fueled by digital penetration and a shift toward formal credit.

(Source: [PIB](#), CRISIL Intelligence, [BCG Report](#), RBI Financial Stability Report December 2025, [Economic times](#))

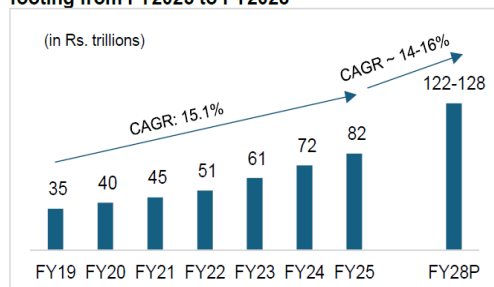
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Retail Lending

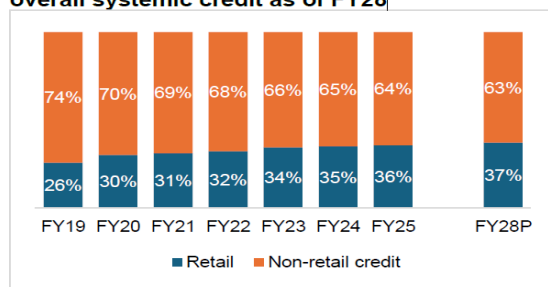
Retail credit remained a growth driver for the Indian lending industry during FY 2025-26, led by rising consumer demand, formalisation of credit, digital adoption, and expansion in housing and vehicle finance. NBFC retail credit witnessed an estimated CAGR of approximately 15.1% during FY19 to FY25, outperforming non-retail credit growth of around 11.5%. Housing finance, MSME lending, and auto finance together accounted for steady growth, reflecting the shift of NBFCs towards diversified retail-focused portfolios.

Retail credit growth is projected to grow on a strong footing from FY2025 to FY2028



Note: E: Estimated, P: Projected
Source: RBI, Crisil Intelligence

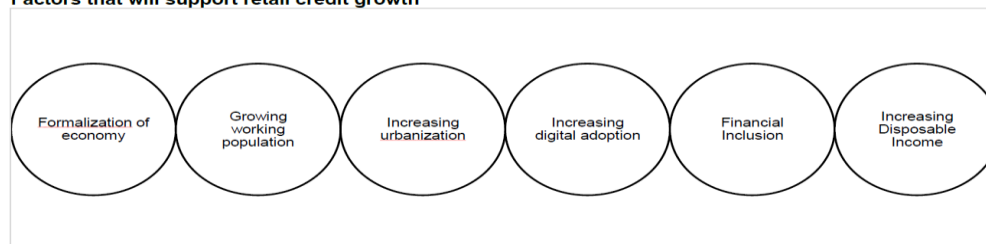
Retail segment is projected to account for 37% of overall systemic credit as of FY28



Note: E: Estimated, P: Projected. The above percentages are calculated on total systemic credit
Source: RBI, Crisil Intelligence

India's retail lending market grew by 18.1% year-on-year to reach ₹162.7 lakh crore as of December 2025, with the number of active loan accounts rising to 690 million. Asset quality improved during the period, with PAR 31-180 declining to 3.1% from 3.6% a year earlier. Retail loan originations witnessed strong momentum as of December 2025, increasing 41% YoY to ₹25.3 lakh crore, supported by festive season demand, rising gold prices, and GST rationalisation measures. Additionally, the sector is projected to account for 37% of overall systemic credit as of FY28, led primarily by housing loans, vehicle finance, and consumer durable loans. Lenders increasingly adopted technology-led underwriting, digital onboarding, and analytical credit assessment, improving operations and customer reach.

Factors that will support retail credit growth



Source: Crisil Intelligence

A significant driver of this growth has been the personal loan and business loan category, which experienced a substantial increase during the same period, serving as a key catalyst behind the segment's expansion. At the same time, the industry remained cautious toward unsecured retail lending, particularly in personal loans and microfinance, due to rising stress and overleveraging concerns in certain borrower segments. RBI's tightening of capital norms for unsecured retail loans in November 2023 continued to moderate growth in such products during FY2025-26.

(Source: CRISIL Intelligence, [Crifhighmark](#))

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NBFC Sector

The NBFC sector continued to strengthen its position in India's retail credit ecosystem during FY 2025-26, driven by growth across the secured lending, consumer finance, and vehicle financing segments. Retail lending remained the primary growth engine for the sector, accounting for nearly 57% of NBFC loan portfolios, significantly higher than the approximately 40% share of retail credit within the overall banking system. The sector recorded 16.7% year-on-year credit growth in FY26, supported by rising credit penetration, increasing formalisation, and sustained demand from underserved retail and MSME borrowers. In terms of loan volumes, NBFCs accounted for nearly 50% of total retail loan originations during the quarter, primarily driven by gold loan-focused NBFCs. As a result, NBFCs emerged as the "standout trend" of the quarter owing to their gain in market share. The Gold Loan segment remained one of the strongest enablers for NBFCs during FY26. Supported by rising gold prices, collateral values, and borrower preference for secured credit, Gold Loan originations grew by 90.3% YoY by the third quarter of FY26. NBFCs captured nearly half of the total Gold Loan origination volumes, underscoring their critical role in the gold loan segment through customer outreach and quick disbursement capabilities.

NBFCs also maintained a dominant position in the Personal Loan segment, particularly in smaller-ticket and digitally originated loans. NBFCs accounted for 91.1% of Personal Loan originations by volume, while their share in portfolio value stood at 36.6%. Their presence in low-ticket consumer lending continued to support credit access for new-to-credit and underbanked customers.

The Two-Wheeler Loan segment continued to witness NBFCs commanding a strong market share during FY26. As of March 2026, NBFCs accounted for 70.1% of origination value and 71.4% of origination volume, maintaining their leadership in two-wheeler financing. Owing to integrated financing models, streamlined underwriting practices, and outreach across underserved customer segments, their market position continued to strengthen.

NBFCs also retained leadership in the Consumer Durable Loan market during FY26. Reflecting trends seen through Q3 FY26, NBFCs accounted for 82.8% of Consumer Durable Loan originations value and 86.6% of originations volume. Their performance is attributed to convenient disbursement, distribution networks, Buy Now Pay Later (BNPL) offerings, and point-of-sale (POS) financing models. In contrast, private banks' share in the segment continued to decline, declining to 12.2% of volume during the same period, indicating a shift in the competitive landscape toward NBFCs' financing models.

From an asset quality perspective, NBFCs continued to report relatively higher delinquency levels than PSU and private sector banks, particularly within the PAR 91-180 bucket. However, delinquency levels improved during FY2025-26, with NBFCs' PAR 91-180 in the auto loan segment declining from 1.39% in March 2025 to 0.71% in March 2026, supported by stronger collections, prudent underwriting and portfolio seasoning. The structural advantages of NBFCs across India's retail lending ecosystem include faster turnaround times, underwriting models, localised customer servicing, digital onboarding capabilities, and access across Tier II, Tier III, and rural markets. These capabilities enabled NBFCs to expand across high-growth retail lending, strengthening their role in serving underserved borrowers.

Regulatory oversight over the NBFC sector also continued to evolve during FY26, with the Reserve Bank of India introducing significant regulatory changes for NBFCs. These are aimed at balancing risk management with ease of doing business to support growth. Key norms included the rationalisation of classification, simplified branch expansion, and reduced compliance burdens for smaller entities.

NBFCs are expected to grow across segments such as Gold Loans, MSME finance, Vehicle Finance, Affordable Housing Finance, Consumer Durable Loans, and Microfinance. This boost is reinforced by rising consumer demand, access to formal credit, and digital adoption. NBFCs are also playing an important role in India's evolving financial sector by improving credit access for individuals and businesses that are often beyond the

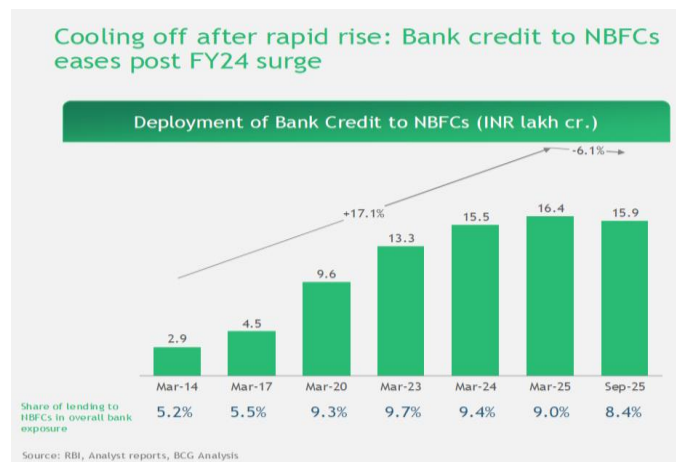
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reach of traditional banking. Their flexible processing, lending models, and local presence are expected to support expansion in the coming years.



NBFCs continue to outpace banks in credit growth

NBFC growth moderates to 17% in H1FY26 after four consecutive quarters of 20%+ expansion



(Source: [Crifhighmark](#), [BCG Report](#), [BFSI](#))

Digital Lending

India's digital lending sector continued to expand during FY2025-26, supported by technology-driven lending models and the expansion of digital financial infrastructure. Digital personal loans accounted for approximately 13% of unsecured personal loan sanctions in FY2025 and are projected to grow at a CAGR of 27-29% through FY2030, reflecting sustained momentum in digital credit adoption. AI/ML-based underwriting and data-driven credit assessment also reinforced faster loan approvals and operational efficiency. These developments helped expand access to formal credit across retail and MSME segments, including underserved and first-time borrowers.

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The sector's expansion has been supported by India Stack infrastructure, including Aadhaar-based e-KYC, e-Sign, DigiLocker, Account Aggregator frameworks, and UPI. These have reduced onboarding costs and processing time, with digital loan journeys being completed within 5-10 minutes. India's digital ecosystem continues to strengthen with affordable data access and the rollout of 5G services. India's internet user base is projected to reach 990-1,140 million by FY30, while smartphone users are expected to increase from 692-706 million in FY25 to 960-1,080 million by FY30. Further, digital transactors are projected to nearly double from 442-469 million to 854-983 million by FY30, supporting the adoption of digital financial products and services.

The sector also witnessed increasing penetration beyond metropolitan markets, with Tier-2 and smaller cities accounting for nearly 40-42% in FY25 of digital loan sanctions and is expected to increase to 48-50% by FY30. This reflects improving financial inclusion and credit penetration across underbanked regions. Lenders used transaction history, repayment behaviour, utility payments, mobile usage, and cash-flow analysis to strengthen credit assessment. This helped expand access to formal credit for self-employed individuals, first-time borrowers, and MSMEs with limited formal credit history.

The sector also witnessed the growth of full-stack digital platforms offering integrated lending, payments, insurance, and investment solutions. These platforms use data-driven operating models to improve customer reach and service delivery. From now on, digital lending is expected to support financial inclusion and expand formal credit access across retail and MSME segments in India. The Reserve Bank of India (RBI) strengthened the regulatory framework for digital lending through the Digital Lending Directions, 2025, with a focus on transparency, customer protection, data privacy, and responsible lending. RBI also operationalised a public directory of Digital Lending Apps (DLAs) and expanded the Account Aggregator framework and the Unified Lending Interface (ULI) to support more efficient digital credit delivery across the retail and MSME segments. The Default Loss Guarantee (DLG) framework also supported regulated partnerships between lenders and fintech platforms with defined risk-sharing mechanisms within the digital lending ecosystem.

India's credit-served adult population is expected to expand from approximately 450-500 million in FY25 to 600-650 million by FY30, led by financial inclusion and rising digital adoption. Further, 'Middle India' households are likely to increase to around 57% by FY30 from around 51% in FY25, creating an addressable market for retail and consumption-led lending products.

(Source: Redseer Report)

Micro, Small, and Medium Enterprises (MSME) Lending

The MSME sector continued to remain a key growth driver of the Indian economy during FY 2025-26, supported by increasing formalisation, digital adoption, government-backed policy, and access to institutional finance. MSMEs contribute about 31.1% to India's GDP, account for 48.58% of total exports, and generate around 35.4% of manufacturing output, according to the Union Budget 2026-27. The sector encompasses more than 7.47 crore enterprises across manufacturing, services, and trade activities. It provides livelihoods to approximately 32.8 crore people, making it the second-largest source of employment after agriculture.

Credit flow to the MSME sector witnessed momentum, driven by regulatory measures, guarantee frameworks, and lender participation. Consolidated MSME credit outstanding reached ₹67.6 lakh crore as of December 2025, recording 16% YoY growth with strong traction in secured business loans and property loans. The sector benefited from credit guarantee mechanisms under the Credit Guarantee Fund Trust for Micro and Small Enterprises (CGTMSE), which continued to facilitate collateral-free lending and credit accessibility for first-time and underserved borrowers. A ₹10,000 crore SME Growth Fund and additional allocations to the SRI Fund under the Union Budget 2026-27 have further strengthened equity support.

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Digitalisation continued to strengthen MSME lending through faster loan origination, data-driven underwriting, and financial inclusion. Banks, NBFCs, and fintech lenders increasingly leveraged GST filings, UPI data, bank statement analytics, Account Aggregator frameworks, and alternate digital footprints to improve credit assessment and accelerate cash flow-based lending. Government-led initiatives, including the Udyam Registration Portal, JanSamarth platform, TReDS ecosystem, and integrated digital lending frameworks, further improved formal credit access for MSMEs. Over 7.30 crore enterprises have been registered on the Udyam Registration Portal and Udyam Assist Platform from 1 July 2020 to December 2025. Going forward, these initiatives are expected to further strengthen credit penetration, financing efficiency, and accelerate sustainable growth in the MSME lending ecosystem.

(Source: [SIDBI](#), [PIB](#), [PIB](#))

Company Overview

Founded in 2008, DMI Finance began its journey as a real estate-focused lender before strategically expanding into digital retail lending in 2017 with the objective of making credit more accessible and inclusive for consumers across India. Since entering the digital consumer lending segment, the Company has emerged as a differentiated player by leveraging technology and innovation to transform traditional lending practices.

The launch of its retail lending operations aligned with the emergence of India Stack, which DMI Finance identified early as a game-changing digital infrastructure. Leveraging this opportunity, the Company developed a fully digital lending platform designed to provide a seamless, efficient, and customer-friendly borrowing experience compared with conventional lending models. DMI's end-to-end digital operating model has also enabled strong scalability and industry-leading efficiency metrics.

Over time, DMI Finance has broadened its portfolio to offer several product categories: Personal Loans (PL), Consumption Loans (EV), Vehicle loans, Loans Against Securities (LAS), Unsecured Business Term Loans (UBTL), Supply Chain Financing (SCF), Loan Against Property (LAP) and Equipment, Plant and Machinery (EPM) loans, addressing a wide spectrum of customer financing requirements.

As of March 31, 2026, the Company had served more than 18.9 Mn customers, reflecting the strength of its technology-led platform and partner network.

Core Pillars of DMI Finance's Scalable Digital Lending Model

DMI Finance has built an efficient digital lending ecosystem anchored by a full-stack technology infrastructure. The Company's digital-first approach, supported by advanced analytics, automation capabilities, and partnerships, has enabled it to create a highly agile lending platform, handling large-scale operations efficiently. The Company's operating framework is designed to ensure seamless integration across the lending lifecycle, from customer acquisition and underwriting to servicing and collections.

Strategic Partnership-Based Distribution Model

DMI Finance follows a differentiated B2B2C distribution strategy supported by API-based integrations with a range of channel partners, including OEMs, telecom operators, retailers, payment platforms, and fintech companies. The Company has established partnerships with industry leaders such as Samsung, Airtel, Google Pay, Oppo, Vivo, Flipkart, PhonePe among others enabling access to large and relevant customer segments without relying on traditional Feet-on-Street (FoS) distribution channels.

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By embedding its lending solutions directly within partner platforms, DMI Finance can access customers at relevant transaction touchpoints, reducing dependence on traditional acquisition channels and improving efficiency. The Company is thus able to design customised credit offerings and frictionless borrowing journeys, resulting in higher customer engagement and improved conversion rates.

Intelligent, Automated Underwriting

DMI Finance has developed a technology-led underwriting framework that enables fully automated credit evaluation and rapid loan approvals without requiring manual processing. The Company's proprietary credit assessment engine analyses a range of data inputs, including bureau records, KYC credentials, customer behaviour patterns, and other risk indicators, allowing the Company to make quick yet calibrated lending decisions.

To strengthen underwriting accuracy, particularly for customers with limited formal credit histories, the Company has built internal income estimation capabilities that help assess repayment capacity more effectively. The onboarding process is further supported by integrated digital verification tools such as identity authentication, document validation, and selfie-based facial matching, enabling a secure, seamless, and frictionless customer onboarding experience.

A Customer-Centric and Feedback-Driven Model

DMI Finance emphasises customer experience, reflected in its customer satisfaction metrics, including a Net Promoter Score (NPS) of 72.1 as of Mar-2026. To strengthen customer engagement and service responsiveness, the Company has implemented an automated Customer VoiceBOT capable of handling large volumes of customer interactions on a 24x7 basis. The platform has also been designed to support cross-selling initiatives and remains scalable for future product additions, helping deepen customer relationships over time.

Digital-First Collections

Recognising collections as a key pillar of long-term portfolio quality and business sustainability, DMI Finance has established a digitally driven collections ecosystem supported by technology-enabled processes and analytics. The Company operates through a centralised in-house collections team comprising around 95 professionals, complemented by a network of more than 100 collection agencies across the country, enabling broad operational reach and efficient recovery management.

DMI Finance follows a segmented and analytics-led collections approach, where delinquent accounts are prioritised using behavioural scoring models to determine the most effective engagement channel. Depending on the customer's risk profile and stage of delinquency, collections activities are routed through automated bots, IVRs, SMS communication, tele-calling, or field interventions. Early-stage overdue accounts, particularly Bucket 1 cases (1-30 days past due), are primarily managed through diallers and VoiceBOTs, while higher-risk accounts in subsequent buckets are escalated to agency-led field collections supported by tele-calling where required.

The Company's collections infrastructure is further strengthened through digital repayment mechanisms such as NACH and e-mandates, enabling smoother and more efficient recovery processes. Its technology-driven operating model also provides scalability, allowing business expansion without a corresponding rise in operational costs or workforce requirements.

Collectively, DMI Finance's partner-integrated sourcing model, automated underwriting capabilities, digitally enabled collections, and technology-led customer servicing create a future-ready lending platform. This integrated ecosystem supports operational efficiency, customer experience, and strengthens the Company's positioning within India's evolving digital lending.

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Opportunities and Threats

Opportunities

Recovery in Economic Momentum

Improving economic activity across sectors is expected to support credit demand from both consumers and businesses. As spending patterns, business confidence, and investment activity continue to recover, demand for personal finance, business expansion funding, and consumption-led credit is likely to strengthen. For DMI Finance, this creates opportunities to expand its presence across personal loans, MSME financing, and other emerging lending segments.

Rising Middle-Class and MSME Credit Demand

India's expanding middle-income population and MSME base continue to drive demand for accessible and tailored financial solutions. Evolving consumer aspirations, digital penetration, and financing needs are encouraging the adoption of products such as personal loans, consumption finance, business loans, and secured lending solutions. DMI Finance's fully digital and customer-focused operating model positions the Company to effectively cater to these growing credit requirements.

Advancing Financial Inclusion Through Digital Credit

A significant portion of India's population continues to have limited access to formal lending channels, creating an opportunity for inclusive and technology-driven financial services. DMI Finance is well-positioned to address this gap through transparent and affordable credit offerings tailored for underserved borrower segments. Leveraging its technology infrastructure and data-centric underwriting capabilities, the Company can extend credit to new-to-credit and thin-file customers while maintaining a disciplined lending approach.

Growth in Digital Financial Adoption

Rising smartphone penetration, adoption of digital identity infrastructure, and the expansion of real-time payment ecosystems are reshaping the delivery and consumption of financial services in India. DMI Finance is well-aligned with these structural trends through its API-enabled, technology-driven lending platform. By leveraging automation, artificial intelligence, and machine learning capabilities, the Company continues to strengthen operational efficiency, expand customer reach, and enhance user engagement across digital channels.

Embedded Finance and Partnership Expansion

The convergence of fintech solutions and embedded finance models is creating opportunities for product innovation and customer acquisition. DMI Finance's partner-centric B2B2C framework enables the Company to integrate lending solutions seamlessly within partner ecosystems and build contextual credit experiences aligned with customer needs. This approach not only supports engagement with existing partners but also enables expansion into newer customer segments across retail, telecom, and digital commerce platforms.

Threats

Exposure to Macroeconomic Uncertainty

Global geopolitical developments, commodity price volatility, and tighter monetary conditions could create inflationary pressures and keep interest rates elevated. Such factors may affect consumer spending patterns, increase borrowing costs, and weaken repayment capacity, impacting portfolio quality and overall business performance for DMI Finance.

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Rising Competitive Intensity

The Indian NBFC sector continues to witness participation from digital-led and specialised lending players, resulting in competition across key customer segments. Increasing competition, particularly in unsecured and small-ticket lending categories, may exert pressure on pricing, margins, customer acquisition, and retention.

Regulatory and Compliance Challenges

The NBFC industry operates within an evolving regulatory environment, where changes in policy frameworks and supervisory requirements can influence business operations. Stricter compliance norms, revisions in capital adequacy requirements, or regulatory changes in lending practices could increase operational costs for the Company. Such developments may also require adjustments to existing business strategies and capital deployment plans.

Technology and Innovation Risks

While technology remains a core growth driver for DMI Finance, the fast-evolving digital landscape also presents operational and strategic challenges. Continuous investments in technology infrastructure, cybersecurity systems, and skilled talent are necessary to remain competitive. Any delay in adopting emerging technologies or meeting evolving customer expectations for seamless digital experiences could impact the Company's competitive positioning.

Cybersecurity and Data Protection Concerns

As a digitally focused lender managing large volumes of sensitive customer data, DMI Finance remains exposed to cybersecurity threats, data breaches, and technology-related risks. Maintaining data security frameworks and ensuring compliance with evolving data privacy regulations are critical for safeguarding customer trust and ensuring uninterrupted operations.

Financial Performance

Particulars (INR Mn)	March 2026	March 2025
Revenue from Operations	17,006.40	30,972.43
Other Income	363.36	169.70
Total Revenue	17,369.76	31,142.13
Total Expenses	15,966.26	31,064.87
PAT	1065.56	53.11
CRAR	71.34%	61.06%
GNPA	3,721.60	3,865.80
NNPA	1,926.30	2,160.11
Net owned funds	66,464.76	64,365.93

Human Resources

At DMI Finance, our people remain the driving force behind our continued growth and transformation. Guided by our values of empowerment, transparency, and fairness, we are committed to creating a workplace that nurtures talent, fosters inclusion, and builds future-ready capabilities. During FY26, we strengthened our leadership pipeline through structured development initiatives, expanded mentoring and career development programmes, enhanced campus engagement, and continued to promote diversity across the organisation. By combining technology-enabled talent practices with a culture of continuous learning, feedback, and collaboration, we continue to build a high-performing workforce that is well-equipped to support our long-term business strategy and sustainable growth.

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Risk Management

DMI Finance considers risk management to be an integral part of its business operations and long-term growth strategy. As a financial services company, it is exposed to various risks, including credit, operational, market, strategic, and regulatory risks. To address these effectively, the Company has established a structured and technology-driven risk management framework that supports timely decision-making and business stability.

Risk assessment begins at the business level, where teams regularly evaluate operational challenges, customer behaviour trends, and market-related exposures. These inputs are monitored by the central Risk function, which uses technology tools and data analytics to track key risk indicators and implement corrective measures wherever required.

The Company's risk framework is designed to respond quickly to changing business and market conditions. Automated underwriting systems, continuous portfolio monitoring, behavioural risk assessment, and dynamic policy controls help ensure that risks are identified, measured, and managed effectively across the lending lifecycle.

DMI Finance also conducts regular internal and external audits to evaluate the effectiveness of its risk management and governance practices. These reviews support transparency, regulatory compliance, and stronger internal controls, while also helping identify areas for process improvement.

By integrating risk management into its day-to-day operations and decision-making processes, the Company aims to maintain business resilience, operational discipline, and long-term sustainability in an evolving financial environment.

Internal Control Systems and Their Adequacy

DMI Finance has established a structured internal control system aligned with the size and nature of its operations. The framework is designed to support efficient business functioning, protect the company's assets, ensure accuracy in financial reporting, and reduce the risk of fraud or operational errors. It also promotes accountability, transparency, and compliance across the organisation.

The Company's internal controls cover both financial and operational activities and help ensure that processes are carried out in line with internal policies and applicable regulatory requirements. These systems are intended to improve the reliability of information and strengthen overall operational discipline.

The internal audit function further supports this framework through regular risk-based reviews of key business processes and controls. In addition to assessing control effectiveness, the audit process also helps identify areas for operational improvement and stronger governance practices.

Cautionary Statement

The Management has formulated and holds accountability for the financial statements presented in this report. These statements adhere to the accounting principles generally accepted in India and incorporate figures based on informed judgments and estimates. It is important to note that all projections, estimates, and expectations outlined in this report should be regarded as 'forward-looking statements' that are subject to influence from a range of internal and external risks. Risks related to the market, strategy, technology, operations, and stakeholders have the potential to substantially impact the business, leading to actual results that may significantly differ from those expressed or implied. The internal control systems encompass both financial and operational processes and are structured to provide reasonable assurance regarding the reliability of information, adherence to internal policies, and compliance with applicable laws and regulations.

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