

Ref No: APTFIN/02-FEB/2025-26

February 03, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Scrip Code: 976302

Dear Sir/Madam,

Sub: Outcome of Board Meeting as per Regulation 51(2) read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/ Madam,

Pursuant to Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), we wish to inform you that the Board of Directors of Aptus Finance India Private Limited (the "Company"), at its meeting held today, i.e., February 03, 2026, has, inter alia, considered and approved the Un-audited financial results for the third quarter ended December 31, 2025.

Please find enclosed herewith the following:

- a. A copy of the said financial results along with the limited review report with unmodified opinion, submitted by the Statutory Auditors, M/s. Suri & Co, Chartered Accountants is enclosed as **Annexure I**.
- b. Disclosures as required under Regulation 52(4) of the SEBI Listing Regulations forming part of the aforementioned financial results is enclosed herewith as **Annexure - II**.
- c. Security Cover Certificate pursuant to Regulation 54(3) of the SEBI Listing Regulations is enclosed as **Annexure - III**.

The meeting of the Board of Directors commenced at 05.30 P.M. (IST) and concluded at 10.15 P.M. (IST).

Please take the above on record.

Thanking you,
Yours faithfully,
For Aptus Finance India Private Limited

Anto Abinash
Company Secretary and Compliance Officer

Independent Auditor's Limited Review Report on the Unaudited Financial results for the quarter and nine months ended December 31, 2025 of Aptus Finance India Private Limited Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To

The Board of Directors,
Aptus Finance India Private Limited,
Chennai

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Aptus Finance India Private Limited** ("the Company"), for the quarter and nine months ended 31st December, 2025 being submitted by the company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, as amended from time to time ("the Listing Regulations") including relevant circulars issued by the SEBI from time to time.
2. This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors in its meeting held on 3rd February 2026 , has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 ("Ind As 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India , the circulars, guidelines and directions issued by Reserve Bank of India ("RBI") from time to time ("RBI Guidelines") and in compliance with the Listing Regulations, as amended. Our responsibility is to express a conclusion on these statements based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain



suriandco.com



chennai@suriandco.com

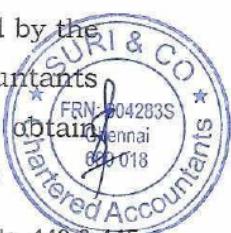


044-28251140
044-28251150



Guna Complex, No. 443 & 445
4th Floor Main Building, Anna Salai
Teynampet, Chennai - 600 018. Tamilnadu

GSTIN - 33AABFS5023Q1Z2



moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would be aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting standards specified under section 133 of the Companies Act, 2013, as amended time to time, read with relevant rules issued thereunder, and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in accordance with requirement of Regulation 52 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, including the manner in which it has to be disclosed, or that it contains any material misstatement or that it has not been that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

**For Suri & Co.,
Chartered Accountants
FRN : 004283S**



**Sanjeev Aditya .M
Partner
M No: 229694**



**Place: Chennai
Date: 03rd February 2026
UDIN: 26229694CTHNTT2056**



Aptus Finance India Private Limited
(CIN : U74900TN2015PTC102252)

Statement of unaudited financial results for the quarter and nine months ended December 31, 2025

(INR In lakhs)

| | Particulars | Quarter ended | | | Nine months ended | | Year ended 31.03.2025 |
|------|---|------------------|------------------|------------------|-------------------|------------------|--------------------------|
| | | 31.12.2025 | 30.09.2025 | 31.12.2024 | 31.12.2025 | 31.12.2024 | |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | |
| I | Revenue from operations | | | | | | |
| | Interest Income | 16,295.98 | 15,513.07 | 12,513.16 | 46,916.05 | 33,303.89 | 46,853.78 |
| | Fees and commission income | 468.02 | 468.42 | 493.56 | 1,370.72 | 1,222.94 | 1,707.37 |
| | Net gain on fair value changes | 54.37 | 88.00 | 7.80 | 220.12 | 65.48 | 124.96 |
| | Net Gain on derecognition of financial instruments at amortised cost | 2,047.29 | 892.80 | - | 4,541.86 | - | - |
| | Total revenue from operations | 18,865.66 | 16,962.29 | 13,014.52 | 53,048.75 | 34,592.31 | 48,686.11 |
| II | Other income | 3.42 | 3.57 | 622.66 | 11.03 | 1,413.70 | 1,262.91 |
| III | Total Income (I+II) | 18,869.08 | 16,965.86 | 13,637.18 | 53,059.78 | 36,006.01 | 49,949.02 |
| IV | Expenses | | | | | | |
| | Finance costs | 5,856.58 | 5,682.55 | 4,404.11 | 17,061.56 | 11,732.59 | 16,706.79 |
| | Impairment on financial instruments | 313.29 | 1,348.43 | 373.27 | 1,814.76 | 762.78 | 1,409.95 |
| | Employee benefits expense | 239.89 | 263.36 | 46.67 | 658.07 | 143.21 | 214.85 |
| | Depreciation and amortisation expense | 19.74 | 12.78 | - | 35.74 | - | - |
| | Other expenses | 2,175.45 | 2,899.66 | 2,256.25 | 7,753.80 | 4,740.92 | 7,853.79 |
| | Total expenses (IV) | 8,604.95 | 10,206.78 | 7,080.30 | 27,323.93 | 17,379.50 | 26,185.38 |
| V | Profit before tax (III-IV) | 10,264.13 | 6,759.08 | 6,556.88 | 25,735.85 | 18,626.51 | 23,763.64 |
| VI | Tax expense | | | | | | |
| | Current tax | 2,129.77 | 1,561.21 | 1,716.07 | 5,521.27 | 4,747.96 | 6,129.95 |
| | Deferred tax | 497.09 | 209.01 | (34.50) | 1,135.65 | 37.36 | 53.50 |
| | Total tax expense (VI) | 2,626.86 | 1,770.22 | 1,681.57 | 6,656.92 | 4,785.32 | 6,183.45 |
| VII | Profit for the period (V-VI) | 7,637.27 | 4,988.86 | 4,875.31 | 19,078.93 | 13,841.19 | 17,580.19 |
| | Other Comprehensive Income | | | | | | |
| | (a) Items that will not be reclassified to profit or loss | | | | | | |
| | Remeasurement of defined benefit liability | 0.19 | - | - | 0.71 | - | 1.25 |
| | Income tax effect | (0.05) | - | - | (0.18) | - | (0.31) |
| | (b) Items that will be reclassified to profit or loss | | | | | | - |
| VIII | Other Comprehensive Income | 0.14 | - | - | 0.53 | - | 0.94 |
| IX | Total Comprehensive Income for the period (VII+VIII) | 7,637.41 | 4,988.86 | 4,875.31 | 19,079.46 | 13,841.19 | 17,581.13 |
| X | Earnings per equity share (EPS for the quarters/ half years is not annualised) | | | | | | |
| | Basic (Amount in INR) | 7.58 | 4.95 | 4.84 | 18.93 | 13.73 | 17.44 |
| | Diluted (Amount in INR) | 7.58 | 4.95 | 4.84 | 18.93 | 13.73 | 17.44 |
| | Face value per share (Amount in INR) | 10.00 | 10.00 | 10.00 | 10.00 | 10.00 | 10.00 |
| | Paid-up equity share capital (Face value of ₹ 10) | 10,080.00 | 10,080.00 | 10,080.00 | 10,080.00 | 10,080.00 | 10,080.00 |
| | Reserves (excluding revaluation reserves) | | | | | | 59,124.81 |

For and behalf of the Board of Directors

M Anandan
Chairman
DIN: 00033633

Place : Chennai
Date : Feb 03, 2026

1. Aptus Finance India Private Limited is a Non – Banking Financial Company registered with Reserve Bank of India.
2. The above Statement of unaudited Financial Results have been prepared in accordance with Indian Accounting Standards as prescribed under Section 133 of the Companies Act 2013 ('the Act') and also the circulars, guidelines and directions issued by Reserve Bank of India ("RBI"). In terms of Regulation 52 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("SEBI LODR"), this Statement of unaudited Financial Results have been reviewed by the Audit Committee at their meeting held on February 03, 2026 and approved by the Board of Directors at their meeting held on February 03, 2026 and have been subjected to limited review by the statutory auditors of the Company.
3. The Company is engaged primarily in the business of providing business loans and all other activities are incidental to the main activities of the Company. Accordingly, there are no separate reportable segments as per Ind-AS 108 - Operating Segments.
4. The listed Non-Convertible Debentures of the Company aggregating Rs. 15,574.04 Lakhs (including interest accrued) as at December 31, 2025 are secured by way of an exclusive first ranking continuing charge over identified loan receivables of the Company. The total asset cover is more than one hundred percent of the principal amount of the said debentures.
5. On 21 November 2025, the Government of India has consolidated 29 existing labour laws into four Labour Codes – the Codes on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the 'New Labour Codes'). As per the requirements under Ind AS 19, changes to employee benefit plans arising from the New Labour Codes constitute plan amendments and are required to be treated as past service costs. Accordingly, the company has estimated an increase in provision for employee benefits, on account of New Labour Codes, by Rs.7.72 lakhs and the same has been recognised under the head 'Employee benefits expense' in the statement of profit and loss for the quarter and nine months ended 31 December 2025. The Company continues to monitor the finalisation of Central and State Rules and clarifications on the New Labour Codes and would provide appropriate accounting treatment on the basis of such developments, if needed.

6. Disclosure pursuant to RBI master direction **RBI Notification-RBUDORI2025-261352 DOR.STR.REC.271/21.04.048/2025-26 dated November 28, 2025**, on “Transfer of Loan Exposures” are given below:

(a) Details of transfer through assignment in respect of loans not in default during the quarter ended Dec 31, 2025.

| Particulars | Quarter ended December 31, 2025 |
|---|--|
| Entity | NBFC |
| Count of loan accounts assigned | 822 |
| Amount of loan accounts assigned | 7,505.82 |
| Number of Transactions | 1 |
| Weighted average maturity | 103 months |
| Weighted average holding period | 11 months |
| Retention of beneficial economic interest (MRR) | 10% |
| Coverage of tangible security coverage | 100% |
| Rating wise distribution of rated loans | NA |
| Number of instances {transactions} where transferer has agreed to replace the transferred loans | NA |
| Number of transferred loans replaced | NA |

(b) The Company has not transferred or acquired, any loans not in default during the quarter ended & nine months ended December 31, 2025.

(c) The Company has not transferred or acquired, any stressed loans during the quarter ended & nine months ended December 31, 2025.

7. Disclosures in compliance with Regulation 52 (4) of the SEBI (Listing Obligations and Disclosure Requirements) regulations 2015, as amended, for the nine months ended December 31, 2025, is attached as Annexure II.

8. Disclosures in compliance with Regulation 54 (3) of the SEBI (Listing Obligations and Disclosure Requirements) regulations 2015, as amended, for the nine months ended December 31, 2025 is attached as Annexure III.

9. The figures for the quarter ended December 31, 2025 and December 31, 2024 are the balancing figures between reviewed figures in respect of the nine months ended December 31, 2025 and December 31, 2024 and the reviewed figures for the half year ended September 30, 2025, and September 30, 2024, respectively.
10. The financial results are stated in Rupees lakhs. The comparatives for previous periods have been regrouped/reclassified wherever necessary to conform the current period presentation.
11. These Unaudited Financial Results are also available on the stock exchange website www.bseindia.com and on our website www.aptusfinance.com.

For Aptus Finance India Private Limited

M Anandan

Chairman

DIN: 00033633

Place: Chennai

Date: Feb 03, 2026



Aptus Finance India Private Limited
(CIN : U74900TN2015PTC102252)

Disclosure in compliance with regulation 52(4) of the Securities and Exchange Board of India (Listng Obligations and Disclosure Requirements) Regulations, 2015 for the quarter & nine months ended December 31, 2025

Annexure II

| S. No. | Particulars | Nine months ended Dec'25 |
|--------|--|------------------------------------|
| 1 | Debt-equity | 3.18 |
| 2 | Net worth (INR in lakhs) | 85,841.20 |
| 3 | Net profit for the period (after tax) (INR in lakhs) | 19,010.95 |
| 4 | Earnings per share (Equity shares of par value Rs.10 each): | |
| | (a) Basic | 18.93 |
| | (b) Diluted | 18.93 |
| 5 | Current ratio | Not Applicable |
| 6 | Long term debt to Working capital | Not Applicable |
| 7 | Bad debts to accounts receivable ratio | Not Applicable |
| 8 | Current liability ratio | Not Applicable |
| 9 | Total debts to total assets | 0.76 |
| 10 | Debtors Turnover ratio | Not Applicable |
| 11 | Inventory Turnover ratio | Not Applicable |
| 12 | Debt service coverage ratio | Not Applicable |
| 13 | Interest service coverage ratio | Not Applicable |
| 14 | Outstanding redeemable preference shares (quantity & value) | Not Applicable |
| 15 | Capital redemption reserve / Debenture redemption reserve | Not Applicable |
| 16 | Operating Margin | 48.08% |
| 17 | Net profit margin | 35.96% |
| 18 | Sector specific equivalent ratios, as applicable Gross Non-Performing Assets (GNPA) Net Non-Performing Assets (NNPA) Provision Coverage Ratio Capital Adequacy Ratio | 1.99% 1.55% 30.80% 20.07% |

Note **Formula**

- 1 (Debt Securities + Borrowings+subordinated Liabilities) / Net Worth
- 2 Paid up equity share capital + Other equity-deferred revenue expenditure
- 3 (Net Income – Preferred Dividends) / Weighted Average Common Shares Outstanding.
- 4 (Net income - preferred dividends)/ Total number of diluted shares outstanding
- 5 Current Assets/Current Liabilities
- 6 Total Long Term Debt/ Working Capital
- 7 Total Bad Debt/ Account Receivable
- 8 Current Liability/Total Liability
- 9 Debt Securities+Borrowings (other than debt securities)+Subordinate Liabilities/Total Assets
- 10 Net credit sales/Average Account Receivables
- 11 COGS/Average Value of Inventory
- 12 Earnings available for Debt service/Total Debt Service
- 13 EBIT/Interest Expense
- 14 Operating profit/Revenue from operations
- 15 Net profit/Net Sales
- 16 Gross NPA/Gross Loan
- 17 Net NPA/Net Loan
- 18 Total Provision/NPA
- 19 (Tier I capital+Tier II capital)/Risk weighted Assets*100%

CERTIFICATE

To

Board of Directors,

Aptus Finance India Private Limited,
8B, Doshi Towers, 205, Poonamallee High Rd,
New Bupathy Nagar, Kilpauk, Chennai,
Tamil Nadu 600010

Independent Statutory Auditor's Certificate with respect to maintenance of security cover pursuant to Regulation 54(3) of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

1. We, Suri & Co Chartered Accountants, are the Statutory Auditors of Aptus Finance India Private Limited ("the Company") and have been requested by the Company to certify the accompanying Statement showing 'Security Cover' for the listed non-convertible debt securities as at December 31, 2025 (the "Statement") pursuant to the requirements of the Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the "SEBI Regulations").

Accordingly, the Company has prepared the details of security cover available for debenture holders in accordance with the financial statements as at December 31, 2025 and other relevant records/documents maintained by the Company as per attached Certificate and Annexure-1 to the financial results. We have stamped the same for identification purposes.

2. We understand that this certificate is required by the Company for the purpose of submission with Bombay Stock Exchange and Axis Trustee Services Limited with respect to maintenance of asset cover in respect of listed non-convertible debt securities of the Company as per Regulation 54(3) of Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015 ("Regulations") in the format notified by SEBI vide circular no. SEBI/HO/DDHS PoD1/P/CIR/2025/117 dated 13 August, 2025.



Management Responsibility

3. The preparation of the accompanying statement is the responsibility of the management of the Company. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation of the statement, the preparation and maintenance of books of accounts based on which the statement has been drawn up for the purpose of this certificate, all accounting and other relevant supporting records and documents and applying an appropriate basis of preparation, and making estimates that are reasonable in the circumstances.
4. The management is also responsible for ensuring that the company complies with all the relevant requirements of the SEBI circular, SEBI Regulations, Companies Act, 2013 and other applicable laws and regulations, as applicable. The management is also responsible for ensuring that the company complies with requirements of regulations and the Debenture Trust deeds (DTD) for listed NCD's outstanding as at 31st December 2025.

Auditor's Responsibility

5. Our responsibility is to provide limited assurance with respect to security cover maintained by the Company with respect to listed non-convertible debt securities as on December 31, 2025.
6. We have reviewed the Financial Results for the quarter and nine months ended December 31, 2025, prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified conclusion vide our report dated 3rd February, 2026. Our review of these financial results for the quarter and nine months ended December 31, 2025, was conducted in accordance with the Standard on Review engagements (SRE) 2410, "Review on Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India ("ICAI") respectively.
7. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
8. We have complied with the relevant requirements of the Standard on Quality Control - 1, "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements".



9. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the Statement:

- (a) Obtained and read the Debenture Trust Deed in respect of the secured Debentures and noted the asset cover percentage required to be maintained by the Company in respect of such Debentures, as Indicated in Annexure 1 of the Statement.
- (b) Traced and agreed the principal amount of the Debentures outstanding as on December 31, 2025, to the reviewed unaudited financial statements of the Company.
- (c) Obtained and read the particulars of asset cover required to be provided in respect of Debentures as indicated in the Debenture Trust Deed.
- (d) Traced the value of assets indicated in Annexure-1 of the Statement to the reviewed financial statements of the Company and unaudited books of account maintained by the Company as on December 31, 2025.
- (e) Examined and verified the arithmetical accuracy of the computation of asset cover indicated in Annexure-1 of the Statement.

Conclusion

10. Based on the procedures performed by us, as referred to in paragraph 9 above and according to the information and explanations received and Management representations obtained, nothing has come to our attention that causes us to believe that:

- a) The computation of security cover available for debenture holders contained in the Annexure-1 is not in agreement with the unaudited books of accounts and other relevant records and documents maintained by the Company.
- b) Security cover available for debenture holders is not 100% or more than the cover required as per Information Memorandum in respect of listed debt securities.

Restriction on Use

This certificate is being issued to the Company pursuant to the requirements of Regulation 54 of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). Our certificate should not be used for any



other purpose or by any person other than the addressees of this certificate. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For Suri & Co.,
Chartered Accountants
FRN: 004283S



Place: Chennai
Date: 03-02-2026
UDIN: 26229694ZJGNBM4395

Sanjeev Aditya M
Partner
M No: 229694

Aptus finance India Private Limited
Security cover certificate as per Regulation 54(3) of the SEBI (LODR) Regulations, 2015 as at Dec 31, 2025

Justification for Not Providing Market Value of Charged Assets:

The charged loan receivables are carried at amortised cost in accordance with Ind AS 109 and are not trade in active markets. As market value is not readily ascertainable, book value has been considered appropriate for security cover computation in line with SEBI guidelines.

Debt not backed by any assets offered as security - Not applicable