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To, **Date: 13th August, 2026**

The Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza,C-1,Block-G,
Bandra Kurla Complex (E),
Mumbai-400051

NSE Symbol-VISESHINFO

The Manager-Listing
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai-400001

Scrip Code-532411

Sub: Outcome of the Board Meeting and Submission of Unaudited Financial Results for the Quarter Ended June 30, 2026 pursuant to Reg.33 of the SEBI (LODR) Regulations, 2015

Dear Sir,

This is to inform you that the Board of Directors of the Company in its Meeting held today i.e. 13th August, 2026, which commenced at 05:00 P.M. and concluded at 6:05 P.M. at the registered office of the Company at 703, Arunachal Building, 19 Barakhamba Road, New Delhi-110001, has inter-alia transacted the following business:

1) Considered and Approved Un-audited Financial Results (Standalone & Consolidated) of the Company for the quarter ended June 30, 2026.
2) Considered and Approved the Limited Review Report on the Un-audited Financial Results of the Company for the Quarter Ended June 30, 2026.

Further, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of the aforesaid Standalone and Consolidated Unaudited Financial Results for the quarter ended June 30, 2026, along with the respective Limited Review Reports, is enclosed herewith for your kind perusal and record

Kindly acknowledge receipt and take the same on your records and oblige.

Thanking You,

Yours Faithfully,
For MPS Infotecnics Limited

Garima Singh
Digitally signed by Garima Singh
Date: 2026.08.13 18:00:47 +05'30'

Garima Singh
Company Secretary

MPS INFOTECNICS LIMITED

CIN: L30007DL1989PLC131190

Regd.Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001

Unaudited Standalone Financial Results for the Quarter Ended June 30, 2026

Rs. In Lacs

S.No	Particulars	Quarter Ended			Year Ended
		30-Jun-26	31-Mar-26	30-Jun-25	31-Mar-26
		Un-audited	Audited	Un-audited	Audited
1	**Income**				
	(a)Revenue from operations	16.47	23.72	10.24	49.49
	(b)Other income	0.11	9.93	0.11	11.48
2	**Total Revenue (a+b)**	**16.58**	**33.65**	**10.35**	**60.97**
3	**Expenses:**				
	(a)Cost of materials consumed	-	-		-
	(b)Purchases of Stock-in-Trade	14.12	7.54	11.78	39.54
	(c)Changes in inventories of finished goods work-in-progress and Stock-in-Trade	-	-	-	-
	(d)Employee benefits expense	7.28	8.02	7.44	29.79
	(e)Finance costs	-	-	-	-
	(f)Depreciation and amortization expense	65.40	65.39	65.40	261.58
	(g)Other expenses	30.77	28.99	34.63	121.26
4	**Total expenses**	**117.57**	**109.94**	**119.25**	**452.17**
5	**Profit before exceptional and extraordinary items and tax (2-4)**	**(100.99)**	**(76.30)**	**(108.90)**	**(391.21)**
6	Exceptional items	-	-		
7	**Profit before extraordinary items and tax (5-6)**	**(100.99)**	**(76.30)**	**(108.90)**	**(391.21)**
8	Extraordinary items	-	-	-	-
9	**Profit before tax (7-8)**	(100.99)	**(76.30)**	**(108.90)**	**(391.21)**
10	Tax expense:				
	(1) Current tax	-	-	-	-
	(2) Income tax for earlir years	-	61.43	-	61.43
	(3) Deferred tax Expense(+)/Income(-)	(16.07)	(15.39)	(15.35)	(61.44)
11	**Total Tax Expense**	**(16.07)**	**46.04**	**(15.35)**	(0.01)
12	Profit (Loss) for the period from continuing operations (9-11)	(84.92)	(122.35)	**(93.56)**	**(391.20)**
13	Profit/(loss) from discontinuing operations	-	-	-	
14	Tax expense of discontinuing operations	-	-	-	
15	Profit/(loss) from Discontinuing operations (after tax)	-	-	-	-
16	**Profit (Loss) for the period (12+15)**	**(84.92)**	**(122.35)**	(93.56)	(391.20)
17	**Other Comprehensive Income**				
18	(A) (i) Items that will not be reclassified to profit or loss	0.56	1.04	0.40	2.24
	(ii) Income Tax relating to items that will not be reclassified to profit or loss gain / (loss)	(0.15)	(0.10)	(0.10)	(0.41)
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income Tax relating to items that will not be reclassified to profit or loss	-	-	-	-
19	**Other Comprehensive Income/(Loss) for the year, net of tax**	**0.41**	**0.94**	**0.30**	**1.83**
20	**Total Comprehensive Income/(Loss) for the year, net of tax (16+19)**	**(84.51)**	**(121.40)**	**(93.25)**	**(389.37)**
21	**Paid up Equity Shares(Face Value of Rs.1/- each)**	37,744.37	37,744.37	37,744.37	37,744.37
22	**Other Equity**				3,201.19
23	**Earnings per equity share:**				
	(1) Basic	*(0.002)*	*(0.003)*	*(0.002)*	*(0.010)*
	(2) Diluted	*(0.002)*	*(0.003)*	*(0.002)*	*(0.010)*

NOTES:

(1) The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on August 13, 2026. Statutory auditors have carried out Audit of the result for the quarter ended June 30, 2026.

(2) Financial results for the period has been prepared in accordance with the recognition and measurement principles of IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

(3) The figures of the previous periods have been re-cast / re-grouped / re-arranged wherever necessary in conformity with the requirements of the revised Schedule III of the Companies Act, 2013.

(4) During the Quarter under review the Company has operated in only one segment i.e., IT enabled services, hence segment wise results are not being provided.

(5) There is no operation in the subsidiaries of the Company hence the members, at the Annual General Meeting held on 12th May, 2026, and in previous years had given their consent to sell the investments made by the Company in these subsidiaries. The management of the Company is in process to identifying suitable buyer; however at the same time the Company is also making efforts to revive the business of these subsidiaries. The revivals of these subsidiaries are possible once the Company has released funds from other assets.

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(6) The Statutory Auditors in their report to the Board of Directors of the Company, on the Audited Financial Statements for the FY 2025-26, have opined as under:

(I) In case of the following items shown as intangible Assets / inventory, no provision for impairment of assets has been made in accordance Ind AS 36-

(a) Intangible Assets under development-Rs 56.44 Crore's (Software Development);

(b) Software rights-Rs. 4.69 crores;

(c) Opening Stock (source code) Rs. 62.22 crores;

In the absence of valuation reports of above assets, the extent of impairment and its impact on profit and loss account reserves and surplus is not ascertained.

(II) Investment in subsidiaries Rs. 61.75 Crores - There are no operations in these overseas subsidiaries and no audit of accounts has been done and no updated information has been received. No provision has been made for the shortfall in value of the investment in accordance with Ind AS 36;

(III) The Company has shown in the balance sheet, bank balances in Banco Efisa (Lisbon Portugal) amounting to Rs. 347,892,163 (USD 8,883,210.75) which the bank has adjusted and the matter is in the court of law. Consequently the bank balances shown in balance sheet are overstated by Rs. 347,892,163/- (historical figures). The above bank balance relates to FY 2008-09 which is treated as a current asset. No provision has been made for the possible loss on account of the same.

(IV) Other non-current assets include other loans and advances of Rs. 222.11 Cr. which are considered to be good for recovery. However as the terms and conditions regarding these loans have not been provided to us the auditors are unable to ascertain and comment on the extent of realizability of this asset;

(V) The Company had increased its Authorized Capital from Rs. 52.45 Crores to Rs. 377.50 crores during the period from FY-2010-11 to FY 2012-13. The Company has neither filed Form SH-7 (earlier form 2) nor paid the fees in terms of provisions prescribed under Para 2 of Table B of Table of Fees issued under Rule 12 of the Companies (Registration of Offices and Fees) Rules, 2014. RoC fees as per Companies Act, 2013 aggrerating to Rs. 243.79 lacs have been provided in the books. The differential Normal Fees and additional fees computed as per Companies Act, 2013 amounting to Rs. 129,936,457 computed till 31.03.2026 has also been provided in the Book. The Additional fees from 1st April 2026 till 30th June 2026 aggregating to Rs. 2188076/- has also been provided in the books and appearing under the head "Current Liabilities", though the same has not been paid. There is no further impact on the financial statements of the Company.

(VI) The auditor's remuneration for the F.Y. 2024-25 & 2025- 26 amounting to Rs. 2.70 lacs (without GST) is due and has not been paid as on the date of preparing these notes.

(VII) The Company has considered sundry debtors of Rs. 1662.11 Lacs due for more than six months as good. However in the opinion of auditors there should be a regular process of identification and making provision for bad and doubtful debts. Such a process has not been followed. The auditors are unable to comment on the extent of un-provided bad and doubtful debts and their impact on loss and reserves.

(VIII) SEBI investigated the GDR issue of the Company and SEBI vide its order dated 6th March 2020 restrained the company from accessing the securities market and further prohibited from buying, selling or dealing in securities, directly or indirectly, in any manner whatsoever or being associated with the securities market in any manner whatsoever, till compliance with directions contained in the said order, and for an additional period of 2 years from the date of bringing back the money. Further SEBI vide its order dated 27.11.2020 had imposed a penalty of Rs. 10,00,00,000/- (Rupees Ten Crores) on the Company. The appeals filed by the company has been dismissed except that the Penalty of Rs. 10 Crores has been reduced to Rs. 25.00 lakhs. The penalty carries interest @ 12% if not paid. The company has not paid the penalty amount of Rs. 25.00 lacs, but has provided for the same in the books which appear under the head "Current Liabilities", however, provision w.r.t. interest @ 12% p.a. from November 2020 to March 2026 aggregating to Rs. 16.25 lacs has not been provided in the Books. To the extent of Rs.0.75 lacs (for the current Financial Year from April 2026 to June 2026) the losses are under stated. and to the extent of Rs. 16.25 lacs the liabilities are understated. Since the penalty has not been paid, SEBI has also frozen the Bank Accounts of the Company and the Company has tied up with e-visesh.com Ltd. (a group Company) for its business receipts and payments, **and as on 30.06.2026 amount receivable from eVisesh.Com Limited, is Rs. 2.72 lacs.**

(IX) Listing fees for FY 2022-23; 2023-24, 2024-25, 2025-26 & for the current financial year i.e. 2026-27 to NSE and BSE amounting to Rs. 28.08 lacs & Rs. 24.02 lacs respectively is due and outstanding. There is no further infact on the profitablility or retained earnings of the Company

(X) Custodial Charges to CDSL & NSDL for FY 2023-24, 2024-25 & 2025-26 amounting to Rs. 245.73 lacs and Rs. 39.33 lacs respectively is outstanding and not paid by the company. The Benpos is blocked since April 2023. The Company has disputed the charges and hence have not booked the annual custodial charges since FY 2023-24 for CDSL and since FY 2024-25 for NSDL. To the extent of Annual Custodial Charges amounting to Rs. 183.25 lacs payable to CDSL and Rs, 30.49 lacs payable to NSDL not booked, the liabilities are under stated. For the current financial year Rs. 62.48 lcs & Rs. 8.84 lacs is payable to CDSL & NSDL respectively. The said expense has not booked. To the extent the expense has not been books, the profits of the Company are under stated and liabilities are under books. However, company has disclosed the said liability under the head "Contingent Liability" in the Financial Statements.

(XI) The Company could not convene the Annual General Meetings ("AGMs") for the financial years 2022-23, 2023-24 and 2024-25 within the prescribed timelines. Consequently, the audited financial statements for the said financial years remained pending for adoption by the shareholders as on March 31, 2026. The default in not complying with the provisions of Sections 96, 97 & 98 attracts penalty under section 99 of the Act which is Rs. 1.00 lacs on the company and also upon every officer of the company and in the case of a continuing default, with a further fine which may extend to five thousand rupees for every day during which such default continues. The Company convened the Annual General Meetings ("AGMs") in respect of the financial years 2022-23, 2023-24 and 2024-25 on May 12, 2026, wherein the audited financial statements for the respective financial years were duly placed and adopted by the shareholders. Accordingly, the pending AGMs have since been convened and the audited financial statements for the aforesaid financial years have been duly adopted by the shareholders. However penalty in terms of the provisions of the Companies Act, 2013 amounting to Rs. 86.85 lacs till 12th May 2026 (Date of AGMs held and convened) (out of which Rs. 6.30 lacs for the current Financial Year i.e. 2026-27) , has not been made hence, to the extent of Rs. 6.35 lacs, the losses are understated and the Liabilities, to the extent of Rs. 86.85 lacs are also under stated. Further non-convening of AGM also attracts penalty pursuant to provisions comtained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020) which is Rs. 25,000/- per instance. Since the AGMs for FY 2022-23, 2023-24 & 2024-25 were held only on 12th May 2026, the penalty amounting to Rs. 75,000/- each may be payable by the company to the stock Exchanges where the shares of the Company were listed, however no provision has been made in the books of accounts hence the liabilities to the extent of Rs. 75,000/- are understated.

(XII) The Shareholding Pattern under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarters ended September 30, 2023; December 31, 2023; March 31, 2024; June 30, 2024; September 30, 2024; December 31, 2024; March 31, 2025; June 30, 2025; September 30, 2025; and December 31, 2025 has not been filed within the prescribed timelines by the Company. The non-compliance with the provisions of Regulation 31(1)(b) of the LODR attracts fines/penalties by the Stock Exchanges in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. The Stock Exchanges delisted the securities of the Company w.e.f. 2nd April 2026 and consequently blocked the Login Id and password of websites of the Stock Exchanges where the compliances were being made. Upon the Advice of the Corporate Consultants the company on the basis of the last BENPOS received by the Company, submitted its Shareholding pattern for the above mentioned quarters, through email to the stopck exchanges. Since the shareholding patterns were suibmitted belatedly, the Stock Exchanges may impose fines upon the company in terms of the above mentioned master circular. The penalty for delay in submission of Shareholding pattern is Rs. 2,000/- per day of which the default continues which till 13th April 2026 aggregates to Rs. 98,72,000/- each (Rs. 197.44 Lacs for NSE and BSE) which includes Rs. 2,60,000/- for the current financial Year i.e. for FY 2026-27. The Company has not made any provision for such penalty. To the extent of penalty of Rs. 2,60,000/- not booked, the losses are under stated and to the extent of Rs. 197.44 lacs the liabilities of the Company are understated.

(XIII) The Company had not submitted the Annual Reports to the Stock Exchanges within the prescribed timelines pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The non-compliance with Regulation 34 of LODR attracts penalty pursuant to provisions comptained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020). As on 31.03.2026, the amount of which is Rs. 2,000/- per day. The Annual Reports of company were sent to the stock exchanges and to all the stake holders on 15th April 2026. Since the Annual Reports were submitted belatedly, the stock Exchanges i.e. NSE & BSE may impose penalty from their respective due dates upto the date of submission @ Rs. 2000/- per day. The penalty till 15th April 2026 aggregates to Rs. 66,48,000/- which includes Rs. 90,000/- for the current financial year. The penalty has neither been paid nor booked. To the extent of non-provisions of the penalty, the profits / retained earnings to the extent of Rs. 90,000/- is over stated and the liabilities to the extent of 66.48 lacs are understated.

(XIV) The Company had received Show Cause Notices from the National Stock Exchange of India Limited ("NSE") and BSE Limited proposing the delisting of the equity shares of the Company under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021. Subsequently, the Stock Exchanges vide order dated 2nd April 2026 has compulsorily delisted the securities of the Company with effect from April 06, 2026.

Explanation of the Board in Seriatim

(i) (a) (b) & (c) In the opinion of the management matter regarding valuation of intangible assets, inventory including capital in work in progress, software rights as also any possible impairment needs to be seen in the context of the peculiar nature of the software industry and the prevailing circumstances. The management is confident that these assets will fetch more value than the cost incurred once the business environment stabilizes. The management has therefore not considered any provision on account of impairment of intangible assets.

(ii) The management is making efforts to revive the business of subsidiaries and feels confident that investment made in subsidiaries will be realized. It has therefore not made any provision on account of impairment in value of investment in subsidiaries.

(iii) The company has filed a civil suit bearing No. 2446/12.2TVLSB before the 10th Lower Court of Lisbon, Portugal and the same is pending adjudication. The Company has no additional explanation to offer as the matter is sub-judice.

(iv) The loans & advances include a sum of Rs. 220 Crores advanced by the Company for establishing a Data Centre at Bareilly. However, the builder Company could not develop the data center. The management of the company has initiated settlement with the builder and expects to recover the amount. Further these loans and advances are made in the normal course of business which are considered to be good for recovery;

(v) The Company has, upon dismissal of SLP by the Hon'ble Supreme Court, is in discussion with the Legal Expters w.r.t. the orders / verdict passed the Hon'ble Supreme Court in the matter of fees payable to RoC. The company intends to take appropriate action as per the advice received from the legal experts.

(VI) Provision has already been made in the Books of accounts and as such there is no further impact on the profits / retained earnings of the reported period of the Company. Further the Company is arranging funds and the same will be paid in the near future.

(vii) The Company has considered sundry debtors of Rs. 1662.11 lacs due for more than six months as good. However in the opinion of auditors there should be regular process of identification and provision for bad and doubtful debts and the same is being considered by the management.

(viii) The Company is in the process of filing Curative Petition before the Hon'ble Supreme Court of India. Further the Company is transacting its business through short term borrowings from the Promoters. Penalty, if any, would be paid once the review petition filed by the company has been decided by the Hon'ble Supreme Court. The Penalty of Rs. 25.00 lacs and Interest on the said penalty amount of Rs. 16.25 lacs till 31.03.2026 is being shown under "Contingent Liability". For the current financial year the interest on the penalty amounts to Rs. 75,000/- has not been booked in the books of accounts and to this effect the losses are understated and the liabilities understated.

(ix) Due to paucity of funds, the Listing fees to NSE & BSE has not been paid. The Company is arranging funds for its payment. The Company has also made representation with NSE and BSE for certain waivers and their response is awaited

(x) Since the Disputes with the Depositories could not be resolved, the company had filed a Writ petition before the Hon'ble Delhi High Court bearing No. WP () 8640/2025 against the Depositories, SEBI, the Stock Exchanges and the Ministry Of Finance. The Hon'ble Delhi High Court vide its order dated 9th December 2025 disposed of the said Writ Petition with a direction to SEBI and Ministry of Finance to consider the present petition as a representation and take an appropriate decision thereon, under intimation to the petitioner. SEBI and Ministry of Finance are yet to take an appropiate decision in this regard.

(xi) (xi, xii & xiii) The Company has convened the pending Annual General Meetings on May 12, 2026 and has submitted the pending Annual Reports, Voting Results, and Shareholding Pattern to the Stock Exchanges through email. The same could not be uploaded through the online portals of BSE Limited and National Stock Exchange of India Limited as the login access of the Company stands disabled pursuant to delisting of the Company from both the Stock Exchanges with effect from April 6, 2026.

MPS INFOTECNICS LIMITED NEW DELHI

	(xiv)(a) The Company had received Show Cause Notice dated December 16, 2024 from NSE seeking explanation for proposed delisting of the equity shares under the SEBI (Delisting of Equity Shares) Regulations, 2011, to which the Company submitted its reply on January 6, 2025. The Company also sought personal hearing, which was granted by NSE. The Delisting Committee hearings were attended by Mr. Peeyush Kumar Aggarwal, Promoter Director, and the meetings were rescheduled on request of the Company and subsequently held on June 26, 2025 and December 18, 2025. During the hearings, the Committee directed the Company to submit pending compliances, furnish SEBI orders relating to bank account freezing, and clear outstanding dues within stipulated timelines. Further, on March 23, 2026, Mr. Peeyush Kumar Aggarwal attended another Delisting Committee meeting wherein the Committee directed the Company to submit all pending compliances and make payment of outstanding dues by July 31, 2026, and to submit an undertaking for compliance and payment within the said timelines. However, despite the aforesaid directions and timelines provided to the Company for completion of compliances, the Stock Exchanges proceeded to delist the equity shares of the Company with effect from April 6, 2026 citing Rule 21(2)(b) of the Securities Contracts (Regulations) Rules 1957, which states that where a company is compulsorily delisted by one recognized stock exchange, other stock exchanges are also required to initiate corresponding delisting action. As on the date of preparation of these notes, the company the Company being aggrieved by the aforesaid orders, have filed an appeal before the Hon'ble Securities Appellate Tribunal ("SAT"). The appeal has been registered as Appeal No. 175 of 2026. The matter was initially listed for hearing on 22nd June, 2026. However, an adjournment was sought by NSDL, one of the respondents in the appeal, and accordingly, the matter was adjourned to 13th July, 2026. At the hearing held on 13th July, 2026 before the Hon'ble Securities Appellate Tribunal, Mumbai, the Respondents, namely the Stock Exchanges and the Depositories, sought additional time to file their replies to the appeal. The Hon'ble SAT granted the Respondents four weeks' time to file their replies and granted the Company two weeks thereafter to file its rejoinder. The next date of hearing in the matter has been fixed for 25th September, 2026.
	(xiv)(b) The Company had received Show Cause Notice bearing No. LIST/COMP/AS/SCN/223/2025-26 dated June 10, 2025 from BSE Limited seeking explanation as to why the equity shares of the Company should not be delisted under the SEBI (Delisting of Equity Shares) Regulations, 2011. The Company submitted its reply on June 21, 2025 and requested an opportunity of personal hearing, which was granted by the Exchange. The personal hearing before the Delisting Committee was held on November 10, 2025, attended by Mr. Peeyush Kumar Aggarwal, Director and Principal Promoter of the Company, and the Company also submitted its written representations prior to the hearing. During the hearing, the Exchange advised the Company to pay outstanding listing fees by February 28, 2026 and to make good all pending non-compliances by March 31, 2026. However, subsequently BSE Limited delisted the equity shares of the Company with effect from April 6, 2026. As on the date of preparation of these notes, the company being aggrieved by the aforesaid orders, have filed an appeal before the Hon'ble Securities Appellate Tribunal ("SAT"). The appeal has been registered as Appeal No. 175 of 2026. The matter was initially listed for hearing on 22nd June, 2026. However, an adjournment was sought by NSDL, one of the respondents in the appeal, and accordingly, the matter was adjourned to 13th July, 2026.At the hearing held on 13th July, 2026 before the Hon'ble Securities Appellate Tribunal, Mumbai, the Respondents, namely the Stock Exchanges and the Depositories, sought additional time to file their replies to the appeal. The Hon'ble SAT granted the Respondents four weeks' time to file their replies and granted the Company two weeks thereafter to file its rejoinder. The next date of hearing in the matter has been fixed for 25th September, 2026.
(7)	The Board of Directors of the company in its meeting held on 1st June 2020, had decided to provide consultancy and advisory services in the field of Solar Power, including but not limited to setting up of Solar Power Plant, its management, supervision, development & trading of software, control the business of transmission of solar power, manufacturing and/or trading in parts of Solar Power Plants, supplying, generation, distribution and dealing in electricity.
(8)	The Audited Financial Statements/Results for the financial years 2022-23, 2023-24 and 2024-25 were provisional as the same were pending adoption by the Members due to non-convening of the Annual General Meetings for the said financial years. Subsequently, the Company convened the pending Annual General Meetings on May 12, 2026 and the aforesaid financial statements/results were duly adopted by the Members. For detailed explanation, refer Note No. 6(xi), 6(xii) and 6(xiii) above
(9)	The Unaudited Financial Results of the Company for the Quarter and Year Ended June 30, 2026, is available on website of the Company i.e., www.mpsinfotec.com and also available on the website of the Bombay Stock Exchange i.e., www.bseindia.com and National Stock Exchange i.e., www.nseindia.com.

For MPS Infotecnics Limited

MPS INFOTECNICS LIMITED NEW DELHI

Rachit Garg
Chairman
DIN:07574194

Place: New Delhi
Date: 13.08.2026

Independent Auditors Limited Review Report on Unaudited Standalone Financial Results of the company for the Quarter ended June 30, 2026 (Pursuant to the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended.

The Board of Directors,
MPS Infotecnics Limited

We have reviewed the accompanying statement of Unaudited Standalone Financial Results of M/s MPS Infotecnics Limited for the Quarter Ended June 30, 2026 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We have conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Engagements to "Review of Interim Financial Information performed by Independent Auditor of the entities", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis of Qualified Conclusion

As per observations made in Audit Report of F.Y. 2025-26 as updated for Observations made for the Quarter Ended June 30, 2026.

I. In the case of the following items shown as intangible Assets/inventory, no provision for impairment of assets has been made in accordance with accounting policies and applying Ind AS 36 —

(a) Intangible Assets under development (Capital work-in-progress) - Rs. 56.44 Crores (Software development)
(b) Software rights - Rs. 4.03 crores
(c) Opening Stock (Source Codes) - Rs. 62.22 Crores

In the absence of valuation reports of the above assets, the extent of impairment and its impact on profit and loss account, reserves, and surplus is not ascertained.

II. Investment in subsidiaries Rs. 61.75 Crores. There are no operations in these overseas subsidiaries and no audit of accounts has been done and no updated information has been received. No provision has been made for the shortfall in value of the investment in accordance with Ind AS 36;

III. The Company has shown in the balance sheet, bank balances in Banco Efisa (Lisbon Portugal) amounting to Rs. 347,892,163 (USD 8,883,210.75) which the bank has adjusted and the matter is in the court of law. Consequently the bank balances shown in balance sheet are overstated by Rs. 347,892,163/- The above bank balance relates to FY 2008-09 which is

Nemani Garg Agarwal & Co. DELHI Chartered Accountants

treated as a current asset. No provision has been made for the possible loss on account of the same.

IV. Other non-current assets include other loans and advances of Rs. 222.10 Cr. which are considered to be good for recovery. However as the terms and conditions regarding these loans have not been provided to us we are unable to ascertain and comment on the extent of realisability of this asset;

V. The Company had increased its Authorized Capital from Rs. 52.45 Crores to Rs. 377.50 Crores during the period from FY-2010-11 to FY 2012-13. The Company has neither filed Form SH-7 (earlier form 2) nor paid the fees in terms of provisions prescribed under Para 2 of Table B of Table of Fees issued under Rule 12 of the Companies (Registration of Offices and Fees) Rules, 2014. Listing fees as per Companies Act, 2013 aggregating to Rs. 243.79 lacs have been provided in the book, further additional fees compute as per Companies Act, 2013 amounting to Rs. 129,936,457 till 31.03.2026 has also been provided in the Book. The Additional fees from 1st April 2026 till 30st June 2026 aggregating to Rs. 21,88,076 has also been provided in the books and appearing under the head "Current Liabilities", though the same has not been paid. There is no further impact on the financial statements of the Company.

VI. The auditor's remuneration as on 30th June, 2026 amounting to Rs. 2.70 lacs (without GST) is due and has not been paid as on the date of preparing these notes.

VII. The Company has considered sundry debtors of Rs. 1662.11 Lacs as on 31.03.2026, due for more than six months as good. However, in the opinion of auditors there should be a regular process of identification and making provision for bad and doubtful debts. Such a process has not been followed. The auditors are unable to comment on the extent of un-provided bad and doubtful debts and their impact on loss and reserves.

(VIII) SEBI investigated the GDR issue of the Company and SEBI vide its order dated 6th March 2020 restrained the company from accessing the securities market and further prohibited from buying, selling or dealing in securities, directly or indirectly, in any manner whatsoever or being associated with the securities market in any manner whatsoever, till compliance with directions contained in the said order, and for an additional period of 2 years from the date of bringing back the money. Further SEBI vide its order dated 27.11.2020 had imposed a penalty of Rs. 10,00,00,000/- (Rupees Ten Crores) on the Company. The appeals filed by the company has been dismissed except that the Penalty of Rs. 10 Crores has been reduced to Rs. 25.00 lakhs. The penalty carries interest @ 12% if not paid. The company has not paid the penalty amount of Rs. 25.00 lacs, but has provided for the same in the books which appear under the head "Current Liabilities", however, provision w.r.t. interest @ 12% p.a. from November 2020 to March 2026 aggregating to Rs. 16.25 lacs has not been provided in the Books. To the extent of Rs.3.00 lacs (for the current Financial Year from April 2025 to March 2026) the losses are under stated. and to the extent of Rs. 16.25 lacs the liabilities are understated. Since the penalty has not been paid, SEBI has also frozen the Bank Accounts of the Company and the Company has tied up with e-visesh.com Ltd. (a group Company) for its business receipts and payments, and as on 30.06.2026 amount receivable from eVisesh.Com Limited, is Rs. 2.72 lacs.

(IX) Listing fees for FY 2022-23; 2023-24, 2024-25, 2025-26 & for the current financial year i.e. 2026-27 to NSE and BSE amounting to Rs. 28.08 lacs & Rs. 24.02 lacs respectively is

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due and outstanding. There is no further impact on the profitability or retained earnings of the Company.

(X) Custodial Charges to CDSL & NSDL for FY 2023-24, 2024-25 & 2025-26 amounting to Rs. 183.25 lacs and Rs. 30.49 lacs respectively is outstanding and not paid by the company. The Benpos is blocked since April 2023. The Company has disputed the charges and hence have not book the annual custodial charges since FY 2023-24 for CDSL and since FY 2024-25 for NSDL. To the extent of Annual Custodial Charges amounting to Rs. 183.25. lacs payable to CDSL and Rs. 30.49 lacs payable to NSDL not booked, the liabilities are under stated. Rs. 62.48 lacs payable to CDSL for the FY 2026-27 and Rs. 8.84 lacs payable to NSDL for the FY 2026-27 not booked. The profits of the Company are under stated. However, company has disclosed the said liability under the head "Contingent Liability" in the Financial Statements.

(XI) The Company could not convene the Annual General Meetings ("AGMs") for the financial years 2022-23, 2023-24 and 2024-25 within the prescribed timelines. Consequently, the audited financial statements for the said financial years remained pending for adoption by the shareholders as on March 31, 2026. The default in not complying with the provisions of Sections 96, 97 & 98 attracts penalty under section 99 of the Act which is Rs. 1.00 lacs on the company and also upon every officer of the company and in the case of a continuing default, with a further fine which may extend to five thousand rupees for every day during which such default continues. The Company convened the Annual General Meetings ("AGMs") in respect of the financial years 2022-23, 2023-24 and 2024-25 on May 12, 2026, wherein the audited financial statements for the respective financial years were duly placed and adopted by the shareholders. Accordingly, the pending AGMs have since been convened and the audited financial statements for the aforesaid financial years have been duly adopted by the shareholders. However penalty in terms of the provisions of the Companies Act, 2013 amounting to Rs. 86.85 lacs till 12th May 2026 (Date of AGMs held and convened) (out of which Rs. 6.30 lacs for the current Financial Year i.e. 2026-27) , has not been made hence, to the extent of Rs. 6.35 lacs, the losses are understated and the Liabilities, to the extent of Rs. 86.85 lacs are also under stated. Further non-convening of AGM also attracts penalty pursuant to provisions contained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020) which is Rs. 25,000/- per instance. Since the AGMs for FY 2022-23, 2023-24 & 2024-25 were held only on 12th May 2026, the penalty amounting to Rs. 75,000/- each may be payable by the company to the stock Exchanges where the shares of the Company were listed, however no provision has been made in the books of accounts hence the liabilities to the extent of Rs. 75,000/- are understated.

(XII) The Shareholding Pattern under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarters ended September 30, 2023; December 31, 2023; March 31, 2024; June 30, 2024; September 30, 2024; December 31, 2024; March 31, 2025; June 30, 2025; September 30, 2025; and December 31, 2025 has not been filed within the prescribed timelines by the Company. The non-compliance with the provisions of Regulation 31(1)(b) of the LODR attracts fines/penalties by the Stock Exchanges in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. The stock exchanges delisted the securities of the company with effect from 2nd April 2026 and consequently blocked the login id and password of website of the stock exchanges where the compliances were being made. Upon the advice of corporate consultants the company on the basis of the last BENPOS received by the company, submitted its shareholding pattern for the above mentioned quarters, through email to the stock exchanges. Since the share holding patterns were submitted belatedly, the stock

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exchanges may impose fines upon the company in terms of the above mentioned master circular. The penalty for delay in submission of share holding pattern is Rs. 2,000 per day of which the default continues which till 13th April 2026 aggregates to Rs. 98,72,000/- each within(Rs. 197.44 Lacs for NSE and BSE) which includes Rs. 2,60,000 for the current financial year 2026-27. The company has not made any provision for such penalty. To the extent of penalty of Rs. 2,60,000 not booked, The losses are under stated and to the extent of Rs. 197.44 Lacs of the company are understated.

(XIII) The Company had not submitted the Annual Reports to the Stock Exchanges within the prescribed timelines pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The non-compliance with Regulation 34 of LODR attracts penalty pursuant to provisions contained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020). As on 31.03.2026, the amount of which is Rs. 2,000 per day. The annual reports of the company were sent to the stock exchanges and to all the stake holders on 15th April, 2026. Since the annual reports were submitted belatedly, the stock exchanges i.e. NSE and BSE may impose penalty from their respective due dates up to the date of submission at the rate RS. 2,000 per day. The penalty till 15th April 2026 aggregates to Rs. 66,48,000/- which includes Rs. 90,000 for the current. The penalty has'neither been paid nor booked. To the extent of non-provisions of the penalty, the profits/retained earnings to the extent of Rs. 90,000 is overstated and the liabilities to the extent of 66.48 Lacs.

(XIV) The Company had received a Show Cause Notice from National Stock Exchange of India Limited ("NSE") and BSE Ltd. proposing delisting of the equity shares of the Company under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021. Subsequently, the Stock Exchanges vide order dated 2nd April 2026 has compulsorily delisted the securities of the Company with effect from April 06, 2026.

Qualified Conclusion

Based on our review conducted as above, except for the matters described in the Basis for Qualified Conclusion above ,nothing has come to our attention that causes us to believe that the accompanying statement of unaudited Standalone financial results prepared in accordance with applicable Indian Accounting Standards (Ind AS) under Section 133 of the Companies Act 2013 read the relevant rules issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matters

We draw attention to: Balances of trade receivables, trade payables, other loans and advances, advance to suppliers, bank balances and liabilities, are subject to confirmation

Our Conclusion is not modified in respect of the above stated matters.

For M/s. Nemani Garg Agarwal & Co.,
Chartered Accountants
FRN: 010192N

D. C. Kaushik

(Dinesh Chand Kaushik)
Partner
M. No. 505463
UDIN: 26505463AJDYQW9712

Nemani Garg Agarwal & Co. DELHI Chartered Accountants

Place: New Delhi
Date: 13.08.2026

MPS INFOTECNICS LIMITED

CIN: L30007DL1989PLC131190

Regd.Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001

Unaudited Consolidated Financial Results for the Quarter Ended 30th June, 2026

Rs. In Lacs

S.No	Particulars	Quarter Ended			Year Ended
		30-Jun-26	31-Mar-26	30-Jun-25	31-Mar-26
		Un-audited	Audited	Un-audited	Audited
1	**Income**				
	(a)Revenue from operations	16.47	23.72	10.24	49.49
	(b)Other income	0.11	9.93	0.11	11.48
2	**Total Revenue (a+b)**	**16.58**	**33.65**	**10.35**	**60.97**
3	**Expenses:**				
	(a)Cost of materials consumed	-	-		-
	(b)Purchases of Stock-in-Trade	14.12	7.54	11.78	39.54
	(c)Changes in inventories of finished goods work-in-progress		-	-	-
	(d)Employee benefits expense	7.28	8.02	7.44	29.79
	(e)Finance costs	-	-	-	-
	(f)Depreciation and amortization expense	65.40	65.39	65.40	261.58
	(g)Other expenses	30.77	28.99	34.63	121.26
4	**Total expenses**	**117.57**	**109.94**	**119.25**	**452.17**
5	**Profit before exceptional and extraordinary items and tax (2-4)**	**(100.99)**	(76.30)	(108.90)	(391.21)
6	Exceptional items		-	-	-
7	**Profit before extraordinary items and tax (5-6)**	**(100.99)**	**(76.30)**	**(108.90)**	**(391.21)**
8	Extraordinary items	-	-	-	-
9	**Profit before tax (7-8)**	**(100.99)**	**(76.30)**	**(108.90)**	**(391.21)**
10	Tax expense:				
	(1) Current tax	-	-	-	-
	(2) Income Tax for earlier year	-	61.43		61.43
	(3) Deferred tax	(16.07)	(15.39)	(15.35)	(61.44)
11	**Total Tax Expense**	**(16.07)**	**46.04**	**(15.35)**	**(0.01)**
12	Profit (Loss) for the period from continuing operations (9-10)	**(84.92)**	**(122.35)**	**(93.55)**	(391.20)
13	Profit/(loss) from discontinuing operations	-	-	-	-
14	Tax expense of discontinuing operations	-	-	-	-
15	Profit/(loss) from Discontinuing operations (after tax)	-	-	-	-
16	**Profit (Loss) for the period (12+15)**	**(84.92)**	(122.35)	(93.55)	(391.20)
17	**Other Comprehensive Income**				
	(A) (i) Items that will not be reclassified to profit or loss	0.56	1.04	0.40	2.24
	Less: (ii) Income Tax relating to items that will not be reclassified to profit or loss gain/(loss)	(0.15)	(0.10)	(0.10)	(0.41)
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-
	Less: (ii) Income Tax relating to items that will be reclassified to profit or loss	-	-	-	-
18	**Other Comprehensive Income/(Loss) for the year, net of tax**	0.41	**0.94**	**0.30**	**1.83**
19	**Total Comprehensive Income/(Loss) for the year, net of tax (16+17)**	**(84.51)**	(121.40)	(93.25)	(389.37)
20	**Paid up Equity Shares(Face Value of Rs.1/- each)**	37,744.37	37,744.37	37,744.37	37,744.37
21	**Other Equity**				4,043.73
22	**Earnings per equity share:**				
	(1) Basic	(0.002)	(0.003)	(0.002)	(0.010)
	(2) Diluted	(0.002)	(0.003)	(0.002)	(0.010)

NOTES:

(1) The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on August 13, 2026. Statutory auditors have carried out Audit of the result for the quarter ended June 30, 2026.

(2) Financial results for the period has been prepared in accordance with the recognition and measurement principles of IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

(3) The figures of the previous periods have been re-cast / re-grouped / re-arranged wherever necessary in conformity with the requirements of the revised Schedule III of the Companies Act, 2013.

(4) Pursuant to the provisions of the Listing Regulations, 2015, the management has decided to publish Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2026 in the newpapers, however the full Standalone Unaudited Financial Results will be made available on the Company's website at www.mpsinfotec.com & on the website of NSE and BSE. Standalone Unaudited Financial Results are as under:

Particulars	Quarter Ended			
	30-Jun-26	31-Mar-26	30-Jun-25	31-Mar-26
	Un-audited	Un-audited	Un-audited	Audited
Total Income*	16.18	23.72	10.35	60.97
Profit before Tax	(100.99)	(76.30)	(108.90)	(391.21)
Profit after Tax	(84.92)	(122.35)	(93.55)	(391.20)

* Includes Revenue from operations & Other Income

(5) During the Quarter under review the Company has operated in only one segment i.e., IT enabled services, hence segment wise results are not being provided.

MPS INFOTECNICS LIMITED NEW DELHI

(6)	There is no operation in the subsidiaries of the Company hence the members, at the Annual General Meeting held on 12th May, 2026, and in previous years had given their consent to sell the investments made by the Company in these subsidiaries. The management of the Company is in process to identifying suitable buyer; however at the same time the Company is also making efforts to revive the business of these subsidiaries. The revivals of these subsidiaries are possible once the Company has released funds from other assets.
(7)	The Statutory Auditors in their report to the Board of Directors of the Company, on the Audited Financial Statements for the FY 2025-26, have opined as under:
	(I) In case of the following items shown as intangible Assets / inventory, no provision for impairment of assets has been made in accordance Ind AS 36-
	(a) Intangible Assets under development-Rs 56.44 Crores (Software Development);
	(b) Software rights-Rs. 4.69 crores;
	(c) Opening Stock (source code) Rs. 62.22 crores;
	In the absence of valuation reports of above assets, the extent of impairment and its impact on profit and loss account reserves and surplus is not ascertained.
	(II) Investment in subsidiaries Rs. 61.75 Crores - There are no operations in these overseas subsidiaries and no audit of accounts has been done and no updated information has been received. No provision has been made for the shortfall in value of the investment in accordance with Ind AS 36;
	(III) The Company has shown in the balance sheet, bank balances in Banco Efisa (Lisbon Portugal) amounting to Rs. 347,892,163 (USD 8,883,210.75) which the bank has adjusted and the matter is in the court of law. Consequently the bank balances shown in balance sheet are overstated by Rs. 347,892,163/- (historical figures). The above bank balance relates to FY 2008-09 which is treated as a current asset. No provision has been made for the possible loss on account of the same.
	(IV) Other non-current assets include other loans and advances of Rs. 222.21 Cr. which are considered to be good for recovery. However as the terms and conditions regarding these loans have not been provided to us the auditors are unable to ascertain and comment on the extent of realizability of this asset;
	(V) The Company had increased its Authorized Capital from Rs. 52.45 Crores to Rs. 377.50 crores during the period from FY-2010-11 to FY 2012-13. The Company has neither filed Form SH-7 (earlier form 2) nor paid the fees in terms of provisions prescribed under Para 2 of Table B of Table of Fees issued under Rule 12 of the Companies (Registration of Offices and Fees) Rules, 2014. RoC fees as per Companies Act, 2013 aggrerating to Rs. 243.79 lacs have been provided in the books. The differential Normal Fees and additional fees computed as per Companies Act, 2013 amounting to Rs. 129,936,457 computed till 31.03.2026 has also been provided in the Book. The Additional fees from 1st April 2026 till 30th June 2026 aggregating to Rs. 2188076/- has also been provided in the books and appearing under the head "Current Liabilities", though the same has not been paid. There is no further impact on the financial statements of the Company.
	(VI) The auditor's remuneration for the F.Y. 2024-25 & 2025- 26 amounting to Rs. 2.70 lacs (without GST) is due and has not been paid as on the date of preparing these notes.
	(VII) The Company has considered sundry debtors of Rs. 3389.18 Lacs due for more than six months as good. However in the opinion of auditors there should be a regular process of identification and making provision for bad and doubtful debts. Such a process has not been followed. The auditors are unable to comment on the extent of un-provided bad and doubtful debts and their impact on loss and reserves.
	(VIII) SEBI investigated the GDR issue of the Company and SEBI vide its order dated 6th March 2020 restrained the company from accessing the securities market and further prohibited from buying, selling or dealing in securities, directly or indirectly, in any manner whatsoever or being associated with the securities market in any manner whatsoever, till compliance with directions contained in the said order, and for an additional period of 2 years from the date of bringing back the money. Further SEBI vide its order dated 27.11.2020 had imposed a penalty of Rs. 10,00,00,000/- (Rupees Ten Crores) on the Company. The appeals filed by the company has been dismissed except that the Penalty of Rs. 10 Crores has been reduced to Rs. 25.00 lakhs. The penalty carries interest @ 12% if not paid. The company has not paid the penalty amount of Rs. 25.00 lacs, but has provided for the same in the books which appear under the head "Current Liabilities", however, provision w.r.t. interest @ 12% p.a. from November 2020 to March 2026 aggregating to Rs. 16.25 lacs has not been provided in the Books. To the extent of Rs.0.75 lacs (for the current Financial Year from April 2026 to June 2026) the losses are under stated. and to the extent of Rs. 16.25 lacs the liabilities are understated. Since the penalty has not been paid, SEBI has also frozen the Bank Accounts of the Company and the Company has tied up with e-visesh.com Ltd. (a group Company) for its business receipts and payments, **and as on 30.06.2026 amount receivable from eVisesh.Com Limited, is Rs. 2.72 lacs.**
	(IX) Listing fees for FY 2022-23; 2023-24, 2024-25, 2025-26 & for the current financial year i.e. 2026-27 to NSE and BSE amounting to Rs. 28.08 lacs & Rs. 24.02 lacs respectively is due and outstanding. There is no further infact on the profitablility or retained earnings of the Company
	(X) Custodial Charges to CDSL & NSDL for FY 2023-24, 2024-25 & 2025-26 amounting to Rs. 245.73 lacs and Rs. 39.33 lacs respectively is outstanding and not paid by the company. The Benpos is blocked since April 2023. The Company has disputed the charges and hence have not booked the annual custodial charges since FY 2023-24 for CDSL and since FY 2024-25 for NSDL. To the extent of Annual Custodial Charges amounting to Rs. 183.25 lacs payable to CDSL and Rs, 30.49 lacs payable to NSDL not booked, the liabilities are under stated. For the current financial year Rs. 62.48 lcs & Rs. 8.84 lacs is payable to CDSL & NSDL respectively. The said expense has not booked. To the extent the expense has not been books, the profits of the Company are under stated and liabilities are under books. However, company has disclosed the said liability under the head "Contingent Liability" in the Financial Statements.
	(XI) The Company could not convene the Annual General Meetings ("AGMs") for the financial years 2022-23, 2023-24 and 2024-25 within the prescribed timelines. Consequently, the audited financial statements for the said financial years remained pending for adoption by the shareholders as on March 31, 2026. The default in not complying with the provisions of Sections 96, 97 & 98 attracts penalty under section 99 of the Act which is Rs. 1.00 lacs on the company and also upon every officer of the company and in the case of a continuing default, with a further fine which may extend to five thousand rupees for every day during which such default continues. The Company convened the Annual General Meetings ("AGMs") in respect of the financial years 2022-23, 2023-24 and 2024-25 on May 12, 2026, wherein the audited financial statements for the respective financial years were duly placed and adopted by the shareholders. Accordingly, the pending AGMs have since been convened and the audited financial statements for the aforesaid financial years have been duly adopted by the shareholders. However penalty in terms of the provisions of the Companies Act, 2013 amounting to Rs. 86.85 lacs till 12th May 2026 (Date of AGMs held and convened) (out of which Rs. 6.30 lacs for the current Financial Year i.e. 2026-27) , has not been made hence, to the extent of Rs. 6.35 lacs, the losses are understated and the Liabilities, to the extent of Rs. 86.85 lacs are also under stated. Further non-convening of AGM also attracts penalty pursuant to provisions comtained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020) which is Rs. 25,000/- per instance. Since the AGMs for FY 2022-23, 2023-24 & 2024-25 were held only on 12th May 2026, the penalty amounting to Rs. 75,000/- each may be payable by the company to the stock Exchanges where the shares of the Company were listed, however no provision has been made in the books of accounts hence the liabilities to the extent of Rs. 75,000/- are understated.

(XII) The Shareholding Pattern under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarters ended September 30, 2023; December 31, 2023; March 31, 2024; June 30, 2024; September 30, 2024; December 31, 2024; March 31, 2025; June 30, 2025; September 30, 2025; and December 31, 2025 has not been filed within the prescribed timelines by the Company. The non-compliance with the provisions of Regulation 31(1)(b) of the LODR attracts fines/penalties by the Stock Exchanges in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. The Stock Exchanges delisted the securities of the Company w.e.f. 2nd April 2026 and consequently blocked the Login Id and password of websites of the Stock Exchanges where the compliances were being made. Upon the Advice of the Corporate Consultants the company on the basis of the last BENPOS received by the Company, submitted its Shareholding pattern for the above mentioned quarters, through email to the stopck exchanges. Since the shareholding patterns were suibmitted belatedly, the Stock Exchanges may impose fines upon the company in terms of the above mentioned master circular. The penalty for delay in submission of Shareholding pattern is Rs. 2,000/- per day of which the default continues which till 13th April 2026 aggregates to Rs. 98,72,000/- each (Rs. 197.44 Lacs for NSE and BSE) which includes Rs. 2,60,000/- for the current financial Year i.e. for FY 2026-27. The Company has not made any provision for such penalty. To the extent of penalty of Rs. 2,60,000/- not booked, the losses are under stated and to the extent of Rs. 197.44 lacs the liabilities of the Company are understated.

(XIII) The Company had not submitted the Annual Reports to the Stock Exchanges within the prescribed timelines pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The non-compliance with Regulation 34 of LODR attracts penalty pursuant to provisions comptained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020). As on 31.03.2026, the amount of which is Rs. 2,000/- per day. The Annual Reports of company were sent to the stock exchanges and to all the stake holders on 15th April 2026. Since the Annual Reports were submitted belatedly, the stock Exchanges i.e. NSE & BSE may impose penalty from their respective due dates upto the date of submission @ Rs. 2000/- per day. The penalty till 15th April 2026 aggregates to Rs. 66,48,000/- which includes Rs. 90,000/- for the current financial year. The penalty has neither been paid nor booked. To the extent of non-provisions of the penalty, the profits / retained earnings to the extent of Rs. 90,000/- is over stated and the liabilities to the extent of 66.48 lacs are understated.

(XIV) The Company had received Show Cause Notices from the National Stock Exchange of India Limited ("NSE") and BSE Limited proposing the delisting of the equity shares of the Company under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021. Subsequently, the Stock Exchanges vide order dated 2nd April 2026 has compulsorily delisted the securities of the Company with effect from April 06, 2026.

(XIV)The Company had received a Show Cause Notice dated December 16, 2024 from National Stock Exchange of India Limited ("NSE") proposing delisting of the equity shares of the Company under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021, to which the Company submitted its reply on January 6, 2025. Thereafter, personal hearings were granted by the Delisting Committee of NSE from time to time and were attended by Mr. Peeyush Kumar Aggarwal, Promoter Director/Principal Promoter of the Company. Pursuant to the hearings, the Committee had directed the Company to submit pending compliances and clear outstanding dues within the prescribed timelines. Further, in the meeting held on March 23, 2026, the Committee directed the Company to complete all pending compliances and payment of outstanding dues by July 31, 2026 and to submit an undertaking in this regard. The Company had submitted necessary representations, undertakings and documents including SEBI orders relating to freezing of bank accounts as sought by the Committee. However, despite granting time to the Company for completion of compliances, NSE/BSE proceeded with delisting of the equity shares of the Company with effect from April 6, 2026.

(XV) The Company had received Show Cause Notice bearing No. LIST/COMP/AS/SCN/223/2025-26 dated June 10, 2025 from BSE Limited proposing delisting of the equity shares of the Company under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021. The Company submitted its reply on June 21, 2025 and sought a personal hearing in the matter. BSE Limited thereafter granted an opportunity of personal hearing before the Delisting Committee and also published an Initial Public Notice regarding the proposed delisting of the Company in newspapers on June 21, 2025. The personal hearing before the Delisting Committee, initially scheduled on August 6, 2025, was rescheduled at the request of the Company and was subsequently held on November 10, 2025, which was attended by Mr. Peeyush Kumar Aggarwal, Director and Principal Promoter of the Company. The Company had also submitted its written representations and explanations from time to time regarding the pending compliances and outstanding dues. Subsequently, BSE Limited delisted the equity shares of the Company from the Stock Exchange with effect from April 6, 2026.

Explanation of the Board in Seriatim

(i) (a) (b) & (c) In the opinion of the management matter regarding valuation of intangible assets, inventory including capital in work in progress, software rights as also any possible impairment needs to be seen in the context of the peculiar nature of the software industry and the prevailing circumstances. The management is confident that these assets will fetch more value than the cost incurred once the business environment stabilizes. The management has therefore not considered any provision on account of impairment of intangible assets.

(ii) The management is making efforts to revive the business of subsidiaries and feels confident that investment made in subsidiaries will be realized. It has therefore not made any provision on account of impairment in value of investment in subsidiaries.

(iii) The company has filed a civil suit bearing No. 2446/12.2TVLSB before the 10th Lower Court of Lisbon, Portugal and the same is pending adjudication. The Company has no additional explanation to offer as the matter is sub-judice.

(iv) The loans & advances include a sum of Rs. 220 Crores advanced by the Company for establishing a Data Centre at Bareilly. However, the builder Company could not develop the data center. The management of the company has initiated settlement with the builder and expects to recover the amount. Further these loans and advances are made in the normal course of business which are considered to be good for recovery;

(v) The Company has, upon dismissal of SLP by the Hon'ble Supreme Court, is in discussion with the Legal Expters w.r.t. the orders / verdict passed the Hon'ble Supreme Court in the matter of fees payable to RoC. The company intends to take appropriate action as per the advice received from the legal experts.

(VI) Provision has already been made in the Books of accounts and as such there is no further impact on the profits / retained earnings of the reported period of the Company. Further the Company is arranging funds and the same will be paid in the near future.

(vii) The Company has considered sundry debtors of Rs. 1662.11 lacs due for more than six months as good. However in the opinion of auditors there should be regular process of identification and provision for bad and doubtful debts and the same is being considered by the management.

(viii) The Company is in the process of filing Curative Petition before the Hon'ble Supreme Court of India. Further the Company is transacting its business through short term borrowings from the Promoters. Penalty, if any, would be paid once the review petition filed by the company has been decided by the Hon'ble Supreme Court. The Penalty of Rs. 25.00 lacs and Interest on the said penalty amount of Rs. 16.25 lacs till 31.03.2026 is being shown under "Contingent Liability". For the current financial year the interest on the penalty amounts to Rs. 75,000/- has not been booked in the books of accounts and to this effect the losses are understated and the liabilities understated.

(ix) Due to paucity of funds, the Listing fees to NSE & BSE has not been paid. The Company is arranging funds for its payment. The Company has also made representation with NSE and BSE for certain waivers and their response is awaited

(x) Since the Disputes with the Depositories could not be resolved, the company had filed a Writ petition before the Hon'ble Delhi High Court bearing No. WP () 8640/2025 against the Depositories, SEBI, the Stock Exchanges and the Ministry Of Finance. The Hon'ble Delhi High Court vide its order dated 9th December 2025 disposed of the said Writ Petition with a direction to SEBI and Ministry of Finance to consider the present petition as a representation and take an appropriate decision thereon, under intimation to the petitioner. SEBI and Ministry of Finance are yet to take an appropiate decision in this regard.

(xi) (xi, xii & xiii) The Company has convened the pending Annual General Meetings on May 12, 2026 and has submitted the pending Annual Reports, Voting Results, and Shareholding Pattern to the Stock Exchanges through email. The same could not be uploaded through the online portals of BSE Limited and National Stock Exchange of India Limited as the login access of the Company stands disabled pursuant to delisting of the Company from both the Stock Exchanges with effect from April 6, 2026.

(xiv)(a) The Company had received Show Cause Notice dated December 16, 2024 from NSE seeking explanation for proposed delisting of the equity shares under the SEBI (Delisting of Equity Shares) Regulations, 2011, to which the Company submitted its reply on January 6, 2025. The Company also sought personal hearing, which was granted by NSE. The Delisting Committee hearings were attended by Mr. Peeyush Kumar Aggarwal, Promoter Director, and the meetings were rescheduled on request of the Company and subsequently held on June 26, 2025 and December 18, 2025. During the hearings, the Committee directed the Company to submit pending compliances, furnish SEBI orders relating to bank account freezing, and clear outstanding dues within stipulated timelines. Further, on March 23, 2026, Mr. Peeyush Kumar Aggarwal attended another Delisting Committee meeting wherein the Committee directed the Company to submit all pending compliances and make payment of outstanding dues by July 31, 2026, and to submit an undertaking for compliance and payment within the said timelines. However, despite the aforesaid directions and timelines provided to the Company for completion of compliances, the Stock Exchanges proceeded to delist the equity shares of the Company with effect from April 6, 2026 citing Rule 21(2)(b) of the Securities Contracts (Regulations) Rules 1957, which states that where a company is compulsorily delisted by one recognized stock exchange, other stock exchanges are also required to initiate corresponding delisting action. As on the date of preparation of these notes, the company the Company being aggrieved by the aforesaid orders, have filed an appeal before the Hon'ble Securities Appellate Tribunal ("SAT"). The appeal has been registered as Appeal No. 175 of 2026. The matter was initially listed for hearing on 22nd June, 2026. However, an adjournment was sought by NSDL, one of the respondents in the appeal, and accordingly, the matter was adjourned to 13th July, 2026. At the hearing held on 13th July, 2026 before the Hon'ble Securities Appellate Tribunal, Mumbai, the Respondents, namely the Stock Exchanges and the Depositories, sought additional time to file their replies to the appeal. The Hon'ble SAT granted the Respondents four weeks' time to file their replies and granted the Company two weeks thereafter to file its rejoinder. The next date of hearing in the matter has been fixed for 25th September, 2026.

(xiv)(b) The Company had received Show Cause Notice bearing No. LIST/COMP/AS/SCN/223/2025-26 dated June 10, 2025 from BSE Limited seeking explanation as to why the equity shares of the Company should not be delisted under the SEBI (Delisting of Equity Shares) Regulations, 2011. The Company submitted its reply on June 21, 2025 and requested an opportunity of personal hearing, which was granted by the Exchange. The personal hearing before the Delisting Committee was held on November 10, 2025, attended by Mr. Peeyush Kumar Aggarwal, Director and Principal Promoter of the Company, and the Company also submitted its written representations prior to the hearing. During the hearing, the Exchange advised the Company to pay outstanding listing fees by February 28, 2026 and to make good all pending non-compliances by March 31, 2026. However, subsequently BSE Limited delisted the equity shares of the Company with effect from April 6, 2026. As on the date of preparation of these notes, the company being aggrieved by the aforesaid orders, have filed an appeal before the Hon'ble Securities Appellate Tribunal ("SAT"). The appeal has been registered as Appeal No. 175 of 2026. The matter was initially listed for hearing on 22nd June, 2026. However, an adjournment was sought by NSDL, one of the respondents in the appeal, and accordingly, the matter was adjourned to 13th July, 2026.At the hearing held on 13th July, 2026 before the Hon'ble Securities Appellate Tribunal, Mumbai, the Respondents, namely the Stock Exchanges and the Depositories, sought additional time to file their replies to the appeal. The Hon'ble SAT granted the Respondents four weeks' time to file their replies and granted the Company two weeks thereafter to file its rejoinder. The next date of hearing in the matter has been fixed for 25th September, 2026.

(8) The Board of Directors of the company in its meeting held on 1st June 2020, had decided to provide consultancy and advisory services in the field of Solar Power, including but not limited to setting up of Solar Power Plant, its management, supervision, development & trading of software, control the business of transmission of solar power, manufacturing and/or trading in parts of Solar Power Plants, supplying, generation, distribution and dealing in electricity.

(9) The Audited Financial Statements/Results for the financial years 2022-23, 2023-24 and 2024-25 were provisional as the same were pending adoption by the Members due to non-convening of the Annual General Meetings for the said financial years. Subsequently, the Company convened the pending Annual General Meetings on May 12, 2026 and the aforesaid financial statements/results were duly adopted by the Members. For detailed explanation, refer Note No. 6(xi), 6(xii) and 6(xiii) above

(10) The Unaudited Financial Results of the Company for the Quarter and Year Ended June 30, 2026, is available on website of the Company i.e., www.mpsinfotec.com and also available on the website of the Bombay Stock Exchange i.e., www.bseindia.com and National Stock Exchange i.e., www.nseindia.com.

For MPS Infotecnics Limited

MPS INFOTECNICS LIMITED NEW DELHI

Rachit Garg
Director
DIN: 07574194

Place: New Delhi
Date: 13.08.2026

Independent Auditor's Limited Review Report on Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2026 of the MPS INFOTECNICS LIMITED pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Limited Review Report to,
The Board of Directors
MPS Infotecnics Limited

We have reviewed the accompanying statement of Consolidated Unaudited Financial Results of "MPS INFOTECNICS LIMITED" and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the Quarter Ended June 30, 2026 being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations) as amended.

This statement is the responsibility of the Company's Management and has been approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (IND AS 34) prescribed under section 133 of the Companies Act, 2013 read within relevant rules issued and other accounting principles generally accepted in India. Our responsibility is to Issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit: Accordingly, We do not express an audit opinion.

We also performed procedures in accordance with the circular Issued by SEBI under Regulation 33(8) of the SEBI Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

The Statement includes the results of the following entities:

Name of Entity	Nature of Relationship
MPS Infotecnics Limited	Holding Company
Axis Convergence Inc	Wholly-Owned Foreign Subsidiary with no operations and data are Unaudited
Greenwire Network Limited	Wholly-Owned Foreign Subsidiary with no operations and data are Unaudited
Opentech Thai Network Specialists Co. Limited	Wholly-Owned Foreign Subsidiary with no operations and data are Unaudited

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Basis for Qualified Conclusion

Attention is invited to the following key matter--observations as per Audit report of FY 2025-26 as Updated for Observations made during limited review of Quarter Ended June 30, 2026:-

I. In case of the following items shown as intangible Assets/inventory, no provision for impairment of assets has been made in accordance with accounting policies and applying Ind AS 36 —

(a) Intangible Assets under development (Capital work-in-progress) - Rs. 56.44 Crores (Software development)
(b) Software rights - Rs. 4.03 crores
(c) Opening Stock (Source Codes) - Rs. 62.22 Crores

In the absence of valuation reports of above assets the extent of impairment and its impact on profit and loss account, reserves and surplus is not ascertained.

II. **Assets of subsidiaries** - Rs. 18.60 Crore.; Total Revenue of Rs. Nil and Net Cash outflows / Inflows of Rs. Nil - No audit of the subsidiaries has been done either by us or local audit firm have been audited. such unaudited financial statements and information furnished to us by the Management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosure included in respect of these subsidiaries and our report in terms of subsections 3 and 11 of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on such un-audited financial information.

III. Goodwill amounting to Rs. 61.69 Crores- There are no operations in these overseas subsidiaries and no audit of accounts has been done and no updated information has been received. No provision has been made for the shortfall in value of the investment in accordance with Ind AS .

IV. The Company has shown in the balance sheet, bank balances in Banco Efisa (Lisbon Portugal) amounting to Rs. 347,892,163 (USD 8,883,210.75) which the bank has adjusted and the matter is in the court of law. Consequently the bank balances shown in balance sheet are overstated by Rs. 347,892,163/- The above bank balance relates to FY 2008-09 which is treated as a current asset. No provision has been made for the possible loss on account of the same.

V. Other non-current assets include other loans and advances of Rs. 222.23 Cr. which are considered to be good for recovery. However as the terms and conditions regarding these loans have not been provided to us we are unable to ascertain and comment on the extent of realisability of this asset;

VI. The Company had increased its Authorized Capital from Rs. 52.45 Crores to Rs. 377.50 crores during the period from FY-2010-11 to FY 2012-13. The Company has neither filed Form SH-7 (earlier form 2) nor paid the fees in terms of provisions prescribed under Para 2 of Table B of Table of Fees issued under Rule 12 of the Companies (Registration of Offices and Fees) Rules, 2014. Listing fees as per Companies Act, 2013 aggregating to Rs. 243.79 lacs have been provided in the books, further additional fees compute as per Companies Act, 2013 amounting to Rs. 129,936,457 till 31.03.2026 has also been provided in the Book. The Additional fees from 1st April 2026 till 30st June 2026 aggregating to Rs. 21,88,076 has also been provided in the books and appearing under the head "Current Liabilities", though the same has not been paid. There is no further impact on the financial statements of the Company.

VII. The auditor's remuneration as on 30th June, 2026 amounting to Rs. 2.70 lacs (without GST) is due and has not been paid as on the date of preparing these notes.

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VIII. The Company has considered sundry debtors of Rs. 3842.40 Lacs as on 31.03.2026, due for more than six months as good. However in the opinion of auditors there should be a regular process of identification and making provision for bad and doubtful debts. Such a process has not been followed. We therefore are unable to comment on the extent of un-provided bad and doubtful debts and their impact on loss and reserves.

IX. SEBI investigated the GDR issue of the Company and SEBI vide its order dated 6th March 2020 restrained the company from accessing the securities market and further prohibited from buying, selling or dealing in securities, directly or indirectly, in any manner whatsoever or being associated with the securities market in any manner whatsoever, till compliance with directions contained in the said order, and for an additional period of 2 years from the date of bringing back the money. Further SEBI vide its order dated 27.11.2020 had imposed a penalty of Rs. 10,00,00,000/- (Rupees Ten Crores) on the Company. The appeals filed by the company has been dismissed except that the Penalty of Rs. 10 Crores has been reduced to Rs. 25.00 lakhs. The penalty carries interest @ 12% if not paid. The company has not paid the penalty amount of Rs. 25.00 lacs, but has provided for the same in the books which appear under the head "Current Liabilities", however, provision w.r.t. interest @ 12% p.a. from November 2020 to March 2026 aggregating to Rs. 16.25 lacs has not been provided in the Books. To the extent of Rs.3.00 lacs (for the current Financial Year from April 2025 to March 2026) the losses are under stated. and to the extent of Rs. 16.25 lacs the liabilities are understated. Since the penalty has not been paid, SEBI has also frozen the Bank Accounts of the Company and the Company has tied up with e-visesh.com Ltd. (a group Company) for its business receipts and payments, and as on 30.06.2026 amount receivable from eVisesh.Com Limited, is Rs. 2.72 lacs.

X. Listing fees for FY 2022-23; 2023-24, 2024-25, 2025-26 & for the current financial year i.e. 2026-27 to NSE and BSE amounting to Rs. 28.08 lacs & Rs. 24.02 lacs respectively is due and outstanding. There is no further impact on the profitability or retained earnings of the Company.

XI. Custodial Charges to CDSL & NSDL for FY 2023-24, 2024-25 & 2025-26 amounting to Rs. 183.25 lacs and Rs. 30.49 lacs respectively is outstanding and not paid by the company. The Benpos is blocked since April 2023. The Company has disputed the charges and hence have not book the annual custodial charges since FY 2023-24 for CDSL and since FY 2024-25 for NSDL. To the extent of Annual Custodial Charges amounting to Rs. 183.25. lacs payable to CDSL and Rs. 30.49 lacs payable to NSDL not booked, the liabilities are under stated. Rs. 62.48 lacs payable to CDSL for the FY 2026-27 and Rs. 8.84 lacs payable to NSDL for the FY 2026-27 not booked. The profits of the Company are under stated. However, company has disclosed the said liability under the head "Contingent Liability" in the Financial Statements.

XII. The Company could not convene the Annual General Meetings ("AGMs") for the financial years 2022-23, 2023-24 and 2024-25 within the prescribed timelines. Consequently, the audited financial statements for the said financial years remained pending for adoption by the shareholders as on March 31, 2026. The default in not complying with the provisions of Sections 96, 97 & 98 attracts penalty under section 99 of the Act which is Rs. 1.00 lacs on the company and also upon every officer of the company and in the case of a continuing default, with a further fine which may extend to five thousand rupees for every day during which such default continues. The Company convened the Annual General Meetings ("AGMs") in respect of the financial years 2022-23, 2023-24 and 2024-25 on May 12, 2026, wherein the audited financial statements for the respective financial years were duly placed and adopted by the shareholders. Accordingly, the pending AGMs have since been convened and the audited financial statements for the aforesaid financial

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years have been duly adopted by the shareholders. However penalty in terms of the provisions of the Companies Act, 2013 amounting to Rs. 86.85 lacs till 12th May 2026 (Date of AGMs held and convened) (out of which Rs. 6.30 lacs for the current Financial Year i.e. 2026-27) , has not been made hence, to the extent of Rs. 6.35 lacs, the losses are understated and the Liabilities, to the extent of Rs. 86.85 lacs are also under stated. Further non-convening of AGM also attracts penalty pursuant to provisions contained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020) which is Rs. 25,000/- per instance. Since the AGMs for FY 2022-23, 2023-24 & 2024-25 were held only on 12th May 2026, the penalty amounting to Rs. 75,000/- each may be payable by the company to the stock Exchanges where the shares of the Company were listed, however no provision has been made in the books of accounts hence the liabilities to the extent of Rs. 75,000/- are understated

XIII. The Shareholding Pattern under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarters ended September 30, 2023; December 31, 2023; March 31, 2024; June 30, 2024; September 30, 2024; December 31, 2024; March 31, 2025; June 30, 2025; September 30, 2025; and December 31, 2025 has not been filed within the prescribed timelines by the Company. The non-compliance with the provisions of Regulation 31(1)(b) of the LODR attracts fines/penalties by the Stock Exchanges in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. The stock exchanges delisted the securities of the company with effect from 2nd April 2026 and consequently blocked the login id and password of website of the stock exchanges where the compliances were being made. Upon the advice of corporate consultants the company on the basis of the last BENPOS received by the company, submitted its shareholding pattern for the above mentioned quarters, through email to the stock exchanges. Since the share holding patterns were submitted belatedly, the stock exchanges may impose fines upon the company in terms of the above mentioned master circular. The penalty for delay in submission of share holding pattern is Rs. 2,000 per day of which the default continues which till 13th April 2026 aggregates to Rs. 98,72,000/- each within(Rs. 197.44 Lacs for NSE and BSE) which includes Rs. 2,60,000 for the current financial year 2026-27. The company has not made any provision for such penalty. To the extent of penalty of Rs. 2,60,000 not booked, The losses are under stated and to the extent of Rs. 197.44 Lacs of the company are understated.

XIV. The Company had not submitted the Annual Reports to the Stock Exchanges within the prescribed timelines pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The non-compliance with Regulation 34 of LODR attracts penalty pursuant to provisions contained in Chapter VII, Section VII(A) of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (erstwhile SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020). As on 31.03.2026, the amount of which is Rs. 2,000 per day. The annual reports of the company were sent to the stock exchanges and to all the stake holders on 15th April, 2026. Since the annual reports were submitted belatedly, the stock exchanges i.e. NSE and BSE may impose penalty from their respective due dates up to the date of submission at the rate RS. 2,000 per day. The penalty till 15th April 2026 aggregates to Rs. 66,48,000/- which includes Rs. 90,000 for the current. The penalty has neither been paid nor booked. To the extent of non-provisions of the penalty, the profits/retained earnings to the extent of Rs. 90,000 is overstated and the liabilities to the extent of 66.48 Lacs.

XV. The Company had received a Show Cause Notice from National Stock Exchange of India Limited ("NSE") and BSE Ltd. proposing delisting of the equity shares of the Company

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under the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021. Subsequently, the Stock Exchanges vide order dated 2nd April 2026 has compulsorily delisted the securities of the Company with effect from April 06, 2026.

Qualified Conclusion

Based on our review conducted as above, except for the matters described in the Basis for Qualified Conclusion 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 accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matters

We draw attention to: Balances of trade receivables, trade payables, other loans and advances, advance to suppliers, bank balances and liabilities, are subject to confirmation.

Our Conclusion is not modified in respect of the above stated matters.

For M/s. Nemani Garg Agarwal & Co.,
Chartered Accountants
FRN: 010192N

Nemani Garg Agarwal & Co. DELHI Chartered Accountants

D. C. Kaushik

(Dinesh Chand Kaushik)
Partner
M. No. 505463
UDIN: 26505463TAKFQF4787

Place: New Delhi
Date: 13.08.2026