03rd August 2026

The Manager
Listing Department- Debt
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

Subject: Outcome of the Board Meeting held on 03rd August 2026

Dear Sir/ Madam,

We wish to inform you that in furtherance to our intimation dated 16th July 2026 and in accordance with Regulation 51 read with Schedule III and Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform that the Board of Directors at their meeting held today i.e. Monday, 03rd August 2026, has, inter alia:

i. approved Unaudited Financial Results ("Results") for the quarter ended 30th June 2026 and took on record the Limited Review Report ("LRR") thereon pursuant to Regulation 52 of Listing Regulations issued by M/s G. P. Kapadia & Co., Chartered Accountants, the Statutory Auditors of the Company.

Accordingly, we are enclosing herewith the Results for the quarter ended 30th June 2026 along with the LRR.

The meeting of the Board of Directors commenced at 11:30 a.m. and concluded at 12:45 p.m.

The aforesaid information is made available on the Company's website at www.profectuscapital.com.

Kindly take the above on record.

Yours faithfully,
for **Profectus Capital Private Limited**

Shrikant Harale
Company Secretary

Profectus Capital Private Limited

Encl: a/a

G. P. KAPADIA & CO.
Chartered Accountants
4th Floor, Hamam House, Ambalal Doshi Marg, Fort, Mumbai - 400 001
+ 91 22 2265 4239 / 4313 info.ho@gpkapadia.com www.gpkapadia.com

CA INDIA

Independent Auditors' Review Report on the Quarterly Unaudited Standalone Financial Results of Profectus Capital Private Limited pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.

To the Board of Directors of
Profectus Capital Private Limited.

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Profectus Capital Private Limited** (the "Company") for the Quarter Ended 30th June, 2026 (the "Statement"). being submitted by the Company pursuant to Regulation 52 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

2. This statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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 and in compliance with Regulation 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of Company's personnel 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 specified under Section 143(10) of the Companies Act, 2013 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.

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulations 52 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS

5. The review of unaudited standalone financial results for the quarter ended 30th June, 2025 and audited standalone financial results for the quarter and year ended 31st March, 2026 included in the statement were carried out and reported by another auditor who had expressed an unmodified opinion vide their report dated 29th July, 2025 and audit report dated 15th April, 2026, respectively.

FOR G.P. KAPADIA & CO.
(Chartered Accountants)
Firm Registration No - 104768W

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS

Prashant P. Shah
(Partner)
Membership No: 104702
UDIN: 26104702TCUOUZ6387

Place: Mumbai
Date: 03rd August, 2026

Profectus Capital Private Limited

Regd Office: Office No. 3B, 35 to 40, 3rd Floor, Phoenix Paragon Plaza, L.B.S. Marg, Kurla (West), Mumbai – 400070
CIN : U65999MH2017PTC295967 | www.profectuscapital.com
Tel : 022 68269100 | Email : compliance@profectuscapital.com

Statement of unaudited financial results for the quarter ended June 30, 2026

(Rupees in Lakh)

Particulars	Quarter Ended			Year to date
	June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
	Reviewed	Audited#	Reviewed	Audited
Revenue from Operations				
-Interest income	5,071.14	8,206.85	10,526.38	37,951.52
-Net Gain/loss on derecognition of financial instruments at amortised cost	397.45	2,710.03	(161.11)	5,720.95
-Fee and commission income	665.25	562.41	269.06	1,810.45
-Net gain on fair value changes	648.92	-	53.93	-
Total Income from operations	**6,782.76**	**11,479.29**	**10,688.26**	**45,482.92**
Other income	109.09	475.28	106.22	1,283.59
I) Total income	**6,891.85**	**11,954.57**	**10,794.48**	**46,766.51**
Expenses				
-Finance costs	4,142.20	4,448.66	5,387.03	19,236.62
-Net loss on fair value changes	-	107.18	-	19.32
-Impairment of financial instruments	1,588.52	1,491.42	402.65	1,131.39
-Employee benefit expenses	407.08	899.28	3,148.26	13,420.97
-Depreciation, amortisation and impairment	143.72	154.84	165.07	643.54
-Other expenses	464.93	1,441.59	1,293.01	5,412.58
II) Total expenses	**6,746.45**	**8,542.97**	**10,396.02**	**39,864.42**
III) Profit before tax (I - II)	**145.40**	**3,411.60**	**398.46**	**6,902.09**
Tax expenses				
a) Current tax	-	252.22	320.39	252.22
b) Deferred tax (charge / (credit))	36.60	632.09	(215.25)	1,583.26
IV) Total tax expenses	**36.60**	**884.31**	**105.14**	**1,835.48**
V) Net profit for the year/period (III - IV)	**108.80**	**2,527.29**	**293.32**	**5,066.61**
VI Other comprehensive income				
(A) Items that will not be reclassified subsequently to profit and loss				
(i) Remeasurement of defined benefits obligation	65.99	(27.55)	(81.00)	(14.35)
(ii) Income tax relating to items that will not be subsequently reclassified to profit and loss	(16.61)	6.76	20.09	3.76
(B) Items that will be reclassified subsequently to profit and loss				
(i) Fair value gain/(loss) on financial instrument measured at FVOCI	-	-	79.07	-
(ii) Income tax relating to items that will be reclassified subsequently to profit and loss	-	-	(20.05)	-
Other comprehensive income (A)+(B)	49.38	(20.79)	(1.89)	(10.59)
VII Total comprehensive income (V+VI)	**158.18**	**2,506.50**	**291.43**	**5,056.22**
VIII) Paid up equity share capital (Face value Rs. 10/-)	75,030.00	75,030.00	73,700.00	75,030.00
VIII) Earnings per equity share (for the quarter and half year not				
a) Basic (in Rupees)	0.01	0.34	0.04	0.68
b) Diluted (in Rupees)	0.01	0.34	0.04	0.68
Face value per share (in Rupees)	10.00	10.00	10.00	10.00

 # Refer note no. 9

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS
G.P.K

PROFECTUS CAPITAL PVT. LTD.

PROFECTUS CAPITAL PRIVATE LIMITED
Notes to the Statement of Unaudited Financial Results for the Quarter Ended June 30, 2026

1. **Profectus Capital Private Limited** (the "Company") is a Non-Deposit taking Non-Banking Financial Company ("NBFC-ND") registered with the Reserve Bank of India (the "RBI") and classified as NBFC-Middle Layer under the Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025 dated November 28, 2025 issued by RBI.

2. The above unaudited financial results for the quarter ended June 30, 2026, have been reviewed and recommended by the Audit Committee and subsequently, approved by the Board of Directors of the Company at their respective meetings held on August 03, 2026. The above financial results have been subjected to limited review by the statutory auditors of the Company and have issued unmodified review conclusion on the said financial results.

3. These financial results have been prepared in accordance with the recognition and measurement principles as laid down in the Indian Accounting Standard ("Ind AS"), 34 Interim Financial Reporting as prescribed under Section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and in compliance with the requirements of Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

4. The Company is engaged primarily in the business of financing and there are no separate reportable segments, as per the Ind AS 108, *Operating Segments* specified under Section 133 of the Act. The Company operates in a single segment only. There are no operations outside India and hence, there are no reportable geographical segments.

5. Disclosures pursuant to Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025, issued by the RBI vide their Notification No. RBI/DOR/2025-26/359, DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025 (updated as on July 01, 2026), as amended (the "Notification").

   a. Details of transfer through assignment in respect of loans not in default during the quarter ended June 30, 2026*

Sr.No.	Particulars	To Banks / NBFCs
i.	Aggregate principal outstanding of loans (Rs. in Lakh)	9,175.06
ii.	Aggregate consideration received (Rs. in Lakh)	8,257.56
iii.	Weighted average maturity of loans (in years)	9.71
iv.	Weighted average holding period of loans (in years)	1.33
v.	Retention of beneficial economic interest (in %)	10.00%
vi.	Coverage of tangible security Coverage (in %) **	191.37%
vii.	Rating-wise distribution of rated loans	N/A

* The above table does not include loans transferred by the Company through Co-Lending Arrangements.

** For computation of coverage of tangible security coverage ratio, the Company has considered only the secured loans transferred.

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PROFECTUS CAPITAL PVT. LTD.

b. The Company has not acquired loans not in default during the quarter ended June 30, 2026, under the said Notification.

c. The Company has neither transferred nor acquired any stressed loans during the quarter ended June 30, 2026, under the said Notification.

d. The rating-wise distribution of Security Receipts (SRs) held by the Company as on June 30, 2026 is given below:

Ratings	Recovery Rating*	Rating Agency	Amount (Rs. in Lakh)
Rating not due	Rating not due	Rating not due	35,247.01

*It indicates the present value of expected recoveries in the specified range of the face value of outstanding SRs.

6. During the quarter ended June 30, 2026 the Company has undertaken co-lending arrangements with respective NBFCs in accordance with RBI Circular (Non-Banking Financial Companies – Transfer and Distribution of Credit Risk) Directions, 2025 (RBI/DOR/2025-26/352 dated November 28, 2025), pertaining to co-lending by banks and NBFCs to the priority sector. The details of such co-lending arrangements are provided in the table below:

Particular's	As of June 30, 2026
Co-Lending Transaction (as Partner RE)	
Number of active co-lending partners	1
Number of loan accounts	16,027
Co-lending arrangement made during the quarter ended June 30, 2026# (Rs. in Lakh)	22,520.11
Weighted average interest rate of co-lending portfolio	30.58%
Fees received on Co-lending arrangement made during the quarter ended June 30, 2026# (Rs. in Lakh)	-
Fees Paid on Co-lending arrangement made during the quarter ended June 30, 2026# (Rs. in Lakh)	9.01
Any default loss guarantee	No FLDG for co-lending arrangement with Ugro Capital Limited
Broad sectors in which CLA was made	
MSME (Rs. in Lakh)	22,520.11
Performance of loans under CLA	
Standard Loans (Rs. in Lakh)	22,520.11
Non-Performing Loans (Rs. in Lakh)	-

The amount disclosed above represents the total disbursement amount, including the partner's share.

7. All secured Non-Convertible Debentures ("NCDs") issued by the Company are secured by way of an exclusive charge as stated in the respective offer document, term sheet and debenture trust deed (together referred to as "transaction documents"). Further, the Company has maintained minimum 100% asset cover which is sufficient to discharge the principal amount at all times for the said NCDs as specifically stated in the transaction documents. The asset cover available as on June 30, 2026 in respect of listed secured debt securities is 1.20 times.

8. Reference to the Share Purchase Agreement ("SPA") executed between the Company, Actis PC Investment (Mauritius) Limited, Actis PC (Mauritius) Limited ("Actis") and UGRO Capital Limited on June 17, 2025 for acquisition of 100% equity shareholding of the Company by UGRO Capital Limited ("the Transaction"), the Transaction had been completed on December 08, 2025. Accordingly, the Company has become wholly-owned subsidiary of UGRO Capital Limited (Holding Company) with effect from December 08, 2025. The Board of Directors at its meeting held on January 8, 2026 approved the Scheme of Amalgamation ("Scheme") of the Company, with the Holding Company and their respective shareholders and creditors, wherein the Company would be amalgamated with the Holding Company, subject to necessary statutory

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS

PROFECTUS CAPITAL PVT. LTD.

and regulatory approvals. The Company had obtained the No Objection Certificate (NOC) from the Reserve Bank of India (RBI) on February 25, 2026. Thereafter, in accordance with Regulation 59A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had made an application to the National Stock Exchange of India Limited (NSE) for issuance of its No Objection Certificate. The Company received the NOC from NSE on July 9, 2026. Subsequently, the Company filed an application in respect of the Scheme before the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench on July 16, 2026, under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. The matter was heard by the Hon'ble NCLT on July 24, 2026 and the matter has been reserved for pronouncement.

9. The figures for the previous quarter ended March 31, 2026, are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of third quarter of the respective financial year, which were subjected to limited review.

10. Information as required by Regulations 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 as amended, is attached as Annexure 1.

11. The figures for the period/year have been regrouped wherever necessary.

For and on behalf of Board of Directors of
PROFECTUS CAPITAL PRIVATE LIMITED

Satyananda Mishra
Non-Executive (Independent) Director
DIN: 01807198
Mumbai
August 03, 2026

PROFECTUS CAPITAL PVT. LTD.

Shilpa Bhatter
Non-Executive Director
DIN: 07608252
Mumbai
August 03, 2026

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS

PROFECTUS CAPITAL PRIVATE LIMITED
Notes to the Statement of Unaudited Financial Results for the Quarter Ended June 30, 2026

Annexure 1

Disclosures in compliance with Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, as at and for the quarter ended June 30, 2026:

Sr. No	Particular	Quarter Ended			Year Ended
		June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
		Reviewed	Audited	Reviewed	Audited
1	Debt - Equity Ratio [1]	1.15	1.41	1.83	1.41
2	Debt Service Coverage Ratio [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
3	Interest Service Coverage Ratio [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4	Outstanding redeemable preference shares (quantity and value)				
	-Quantity	-	-	1,30,92,000	-
	-Value (in Lakh)	-	-	1,309.20	-
5	Capital redemption reserve (Rs. in lakh.) [3]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
6	Debenture redemption reserve (Rs. in lakh.) [3]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
7	Net worth (Rs. in lakh.) [4]	1,19,244.84	1,19,086.16	1,14,323.14	1,19,086.16
8	Net profit after Tax (Rs. in lakh.)	108.80	2,527.29	293.32	5,066.61
9	Current Ratio [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
10	Long term debt to working capital [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
11	Bad debts to Account receivable ratio [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
12	Current liability ratio [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
13	Total debts to total assets [5]	0.52	0.57	0.62	0.57
14	Debtors turnover [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
15	Inventory turnover [2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
16	Operating margin (%)[2]	Not Applicable	Not Applicable	Not Applicable	Not Applicable
17	Net profit margin (%)[6]	1.58%	21.14%	2.72%	10.83%
18	Sector specific equivalent ratios				
	a. Gross Stage 3 [7]	2.31%	1.67%	2.42%	1.67%
	b. Net Stage 3 [8]	1.41%	1.02%	1.67%	1.02%
	c. Capital to risk-weighted assets [9]	44.27%	44.60%	35.87%	44.60%

Notes to Annexure 1 –

1. Debt - Equity Ratio = (Debt securities + Borrowings (other than debt securities) + Subordinated Liabilities) / Total Equity.
2. The above-mentioned ratios are not relevant as the company is engaged in financing activities.
3. Capital redemption Reserve / Debenture redemption reserve is not required in respect of privately/publicly placed debentures in terms of Rule 18(7)(b)(iii) of Companies (Share Capital and Debentures) Rules, 2014.
4. Net worth = Equity Share Capital + Other Equity
5. Total debts to Total assets = (Debt securities + Borrowings (other than debt securities) + Subordinated Liabilities) / Total Assets
6. Net profit margin = Net profit after tax / Total income
7. Gross Stage 3 = Gross Stage 3 Loans Exposure at Default (EAD) / Gross Total Loans EAD
8. Net Stage 3 = (Gross Stage 3 Loans EAD - Impairment loss allowance for Stage 3) / (Gross Total Loans EAD - Impairment loss allowance)
9. Capital to Risk-weighted assets is calculated as per the RBI guidelines.

G. P. KAPADIA & CO. MUMBAI CHARTERED ACCOUNTANTS

PROFECTUS CAPITAL PVT. LTD.