11th August, 2026

To,
Listing Department
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai- 400001

Scrip Code: 542931

Sub: Outcome of Board Meeting held today i.e. on Tuesday, 11th August, 2026.

Dear Sir/ Madam,

We wish to inform that the Board of Directors of the Company, at its meeting held today i.e. Tuesday, August 11, 2026 has approved the Un-audited Financial Results (Standalone) for the Quarter ended 30th June, 2026.

Pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we enclose the following,

1) Un-Audited Standalone Financial Results for Quarter ended 30th June, 2026
2) Limited Review Report on the Un-audited Financial Results (standalone)

The said results may be accessed on the Company's website at https://www.vardhancapital.com/ and may also be accessed on the Stock Exchange website at https://www.bseindia.com.
The meeting of the Board of Directors of the Company commenced at 11:00 a.m. and concluded at 3:30 p.m.

Please find the above in order and take the same on your records.
Thanking you,

Yours faithfully,
For Vardhan Capital & Finance Limited

Ramesh Vardhan
Director
DIN: 00207488

Encl: As stated above.

VARDHAN CAPITAL & FINANCE LIMITED

Vardhman®
Group
SINCE 1965

CIN: L67120MH1995PLC084465

11th August, 2026

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

SUB: Declaration of audit report with unmodified opinion for the quarter ended 30th June 2026 pursuant to the Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015 (as amended).

Dear Sir,

We hereby declare that Un-Audited Financial Results for the quarter ended June 30, 2026, which have been approved by the Board of Directors of the Company at their meeting held today, i.e. Tuesday, August 11, 2026 and the Statutory Auditors have not expressed any modified opinion(s) in their Audit Report.

The above declaration is made in pursuant to Regulation 33 (3) (d) of the Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take note of the aforesaid.

Thanking You,
Yours faithfully,
For Vardhan Capital & Finance Limited

Ramesh Vardhan
Director
DIN: 00207488

Corporate Office : 58/64, Hari Chambers, 1st Floor, Shahid Bhagat Singh Marg, Fort, Mumbai - 400 001.
Tel : 022-4322 6100 / 2267 2268 / 2267 1375 • Fax : 2262 5742 E.: info@vardhmandevelopers.com W.: www.vardhmandevelopers.com
Regd. Office : 113, Commerce House, 140 N. M. Road, Fort, Mumbai - 400 023.

JMT & associates
CHARTERED ACCOUNTANTS
304/305, A-Wing, Winsway Complex, Old Police Lane, Opp. Andheri Rly. Stn.,
Andheri (East), Mumbai - 400 069. • Tel.: 91 - 22 - 2684 8347 / 2682 2238
Telefax : 2682 2238 • Website : www.imta.co.in • E-mail : contact@imta.co.in

Independent Auditors' Limited Review Report on unaudited quarterly financial results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review report to

The Board of Directors

VARDHAN CAPITAL AND FINANCE LIMITED

We have reviewed the accompanying statement of unaudited financial results of **VARDHAN CAPITAL AND FINANCE LIMITED** ("the Company") for the quarter ended June 30, 2026 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") as amended ("the Listing Regulations").

This statement is the responsibility of the Company's Management and approved by the Board of Directors has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 Interim Financial Reporting (Ind AS-34) as 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 conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Emphasis of Matter

During the review it is observed that the Company continues to face liquidity issues due to which the Company has not paid statutory dues of approximately Rs. 2.23 crores (primarily relating to financial years 2021-22 to 2024-25) outstanding for periods exceeding six months.

Further, as at 30 June 2026 the Company has outstanding loans and advances aggregating approximately Rs. 6.43 crore granted to related parties and others. Accrual and recognition of interest income on these exposures has been discontinued and no impairment loss or Expected Credit Loss (ECL) provision has been recognised, with management stating that a settlement plan is under finalisation and that any resulting gains or losses will be accounted for only upon absolute execution of the settlements. The recoverability of these balances remains subject to uncertainty. However management has view that no losses will occur and no provision is required in the books of accounts.

Further the Company is in the process of regularizing its returns with RBI and compliance with regulatory bodies under the applicable NBFC Master Directions. As per management representation the Company is facing temporary liquidity issue which will be resolved soon as all the loans, advances are good and recoverable in full and there is no issue on going concern of the Company and there is no material provisions are required in the books with respect to non-compliances which impacts financial results and financial position of the Company as on date. In absence of current status and adequate documentation *of non compliances we are unable to quantify interest, penalties and other dues if any which are dependent on final receipt of demand notice from respective authorities.*

Our report is not modified in respect of these matters.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable 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.

For **JMT & Associates**
Chartered Accountants
FRN No. 104167W

SANJAY PICHHOLIA
Partner
Membership No. 122651

Mumbai, August 11, 2026
UDIN: 26122651LTCRSI2852

VARDHAN CAPITAL & FINANCE LIMITED

Vardhman® Group
SINCE 1965

M/s Vardhan Capital & Finance Limited.

(CIN: L67120MH1995PLC084465)

Balance Sheet as at 30th June, 2026

(In Rs.)

	PARTICULARS	Note	As at 3oth June , 2026	As at 31st March, 2026	As at 31st March, 2025
			(Rs.)	(Rs.)	(Rs.)
	ASSETS				
1	**Financial Assets**				
	Cash and cash equivalents	2	5,84,522	5,47,690	4,79,434
	Loans & Advances	3	642,79,671	854,51,863	869,03,917
	Investments	4	197,49,071	226,60,886	237,89,243
	Other financial assets	5	303,15,014	286,55,197	272,24,585
	Total Financial Assets		**1149,28,278**	**1373,15,636**	**1383,97,178**
2	**Non-Financial Assets**				
	Other Non financial assets			-	-
	Total Non-Financial Assets		-	-	-
	Total Assets		**1149,28,278**	**1373,15,636**	**1383,97,178**
	EQUITY AND LIABILITIES				
1	**Equity**				
	Equity attributable to Owners of Parent				
	Equity share capital	6A	434,86,000	434,86,000	434,86,000
	Other equity	6B	298,81,622	331,07,035	344,55,599
	Total Equity attributable to Owners of Parent		**733,67,622**	**765,93,035**	**779,41,599**
	Non Controlling Interest				
	Total Equity		**733,67,622**	**765,93,035**	**779,41,599**
2	**Liabilities**				
	Financial Liabilities				
	Borrowings (Other then Debt Securities)	7	182,83,921	361,38,130	376,78,130
	Other financial liabilities	8	232,76,736	245,84,471	227,77,449
	Total Financial Liabilities		**415,60,657**	**607,22,601**	**604,55,579**
	Other Non Financial liabilities				-
	Total Non-Financial Liabilities		-	-	-
	Total Liabilities		**415,60,657**	**607,22,601**	**604,55,579**
	TOTAL EQUITY AND LIABILITIES		**1149,28,278**	**1373,15,636**	**1383,97,178**
	See accompanying notes to the financial statements	1-28	-	-	-

For and on behalf of the Board

VARDHAN CAPITAL & FINANCE LTD. MUMBAI

PLACE | MUMBAI
DATE | 11th Aug, 2026

RAMESH B. VARDHAN
(DIN : 00207488)
Director

Corporate Office : 58/64, Hari Chambers, 1st Floor, Shahid Bhagat Singh Marg, Fort, Mumbai - 400 001.
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VARDHAN CAPITAL & FINANCE LIMITED

Vardhman® Group
SINCE 1965

M/s Vardhan Capital & Finance Limited
(CIN: L67120MH1995PLC084465)
Statement of Profit & Loss for the year ended 31st March, 2026

(In RS.)

	Particulars	Note	For the Period ended 30 th June 2026	For the Period ended 31 th March 2026	For the Period ended 31 th March 2025
			(Rs.)	(Rs.)	(Rs.)
I	**INCOME**				
	Interest	9	-	32,70,344	39,18,408
	Dividend	10	37,475	83,956	93,068
	Other Operating Income				
	Total Income		**37,475**	**33,54,300**	**40,11,476**
II	**EXPENSES**				
	Employee benefits expense	11	-	87,500	1,50,000
	Finance costs	12	-	16,77,404	22,35,062
	Other expenses	13	3,51,074	18,09,602	24,96,507
	Total expenses		**3,51,074**	**35,74,506**	**48,81,569**
III	**Profit/(loss) before exceptional items and tax (I - II)**		**-3,13,599**	**-2,20,206**	**-8,70,094**
IV	**Exceptional Item**				
V	**Profit/(loss) before tax (III - IV)**		-3,13,599	-2,20,206	-8,70,094
VI	**Tax expense:**				
	(1) Current tax	14		-	2,45,562
	(2) Deferred tax				
VII	**Profit (Loss) for the period from continuing operations (V - VI)**		**-3,13,599**	**-2,20,206**	**-11,15,655**
VIII	**Profit/(loss) from discontinued operations**				
IX	**Tax expense of discontinued operations**				
X	**Profit/(loss) from Discontinued operations (after tax) (VIII - IX)**		-	-	-
XI	**Profit/(loss) for the period (VII + X)**		**-3,13,599**	**-2,20,206**	**-11,15,655**
XII	**Other Comprehensive Income/(Expenses)**				
	A (i) Items that will not be reclassified to profit or loss				
	(ii) Income tax relating to items that will not be reclassified to profit or loss				
	B (i) Items that will be reclassified to profit or loss	15	-37,75,694	-14,63,119	11,60,001
	(ii) Income tax relating to items that will be reclassified to profit or loss		8,63,879	3,34,762	-2,65,408
XIII	**Total Comprehensive Income for the period (XI + XII) (Comprising Profit (Loss) and Other Comprehensive Income for the period)**		**-32,25,414**	**-13,48,563**	**-2,21,062**
XIV	**Earnings per equity share (for continuing operation):**				
	(1) Basic	16	**-0.07**	**-0.05**	**-0.26**
	(2) Diluted		-0.07	-0.05	-0.26
XV	**Earnings per equity share (for discontinued operation):**				
	(1) Basic			-	-
	(2) Diluted			-	-
XVI	**Earnings per equity share(for discontinued & continuing operations)**				
	(1) Basic		**-0.07**	**-0.05**	**-0.26**
	(2) Diluted		-0.07	-0.05	-0.26
	See accompanying notes to the financial statements	**1-28**			

For and on behalf of the Board

VARDHAN CAPITAL & FINANCE LTD. MUMBAI

RAMESH B. VARDHAN
(DIN : 00207488)
Director

PLACE | MUMBAI
DATE | 11th Aug, 2026

VARDHAN CAPITAL & FINANCE LIMITED

Vardhman® Group
SINCE 1965

(CIN : L67120MH1995PLC084465)

Statement of Unaudited Financial Results for the Quarter ended 30 June 2026

(Rs. In Lakh)

Sr. No.	Particulars	Quarter Ended				Year Ended	
		30.06.2026	31.03.2026	31.03.2025	30.06.2025	31.03.2026	31.03.2025
		(Un-Audited)	(Audited)	(Audited)	(Un-Audited)	(Audited)	(Audited)
	CONTINUING OPERATION						
	Revenue from Operation						
(i)	Interest Income	-	4.63	9.23	9.39	32.70	39.18
(ii)	Dividend Income	0.37	0.08	0.26	0.23	0.84	0.93
(iii)	Net Gain on Fair Value Changes		-	-	-	-	-
(iv)	Sale of Shares & Securities		-	-	-	-	-
(v)	Other Operating Income		-	-	-	-	-
I	**Total Revenue from Operation**		-	-	-	-	-
II	Other Income		-	-	-	-	-
III	**Total Income (I+II)**	0.37	4.71	9.49	9.62	33.54	40.11
	Expenses						
(i)	Finance Costs		0.00	5.15	5.51	16.77	22.35
(ii)	Net loss on Fair Value Changes	-	-	-	-	-	-
(iii)	Purchase of Stock-in-Trade	-	-	-	-	-	-
(iv)	Changes in Inventories of Finished Goods, Stock-in-Trade and Work –in-Progress	-	-	-	-	-	-
(v)	Employee Benefits Expenses	-	-	0.37	0.38	0.88	1.5
(vi)	Impairment of Financial Instruments (Expected Credit Loss)	-	-	-	-	-	-
(vii)	Depreciation and Amortization Expenses	-	-	-	-	-	-
(viii)	Other Expenses	3.51	3.60	16.85	4.63	18.10	24.97
IV		3.51	3.60	22.37	10.52	35.75	48.82
V	**Profit/(Loss) before Exceptional Items and Tax (III-IV)**	-3.14	1.11	-12.87	-0.90	-2.20	-8.70
VI	a) Exceptional Items	-	-	-	-	-	-
VI	b) Share of Profit/(Loss) of Associates (Equity Method)	-	-	-	-	-	-
VII	**Profit/(Loss) before Tax (V-VI)**	-3.14	1.11	-12.87	-0.90	-2.20	-8.70
VIII	**Tax Expenses:**						
	(1) Current Tax	-	-	0.03	-	-	2.46
	(2) Deferred Tax						
IX	**Profit/(Loss) for the Period from Continuing Operations (VII-VIII)**	-3.14	1.11	-12.90	-0.90	-2.20	-11.16
X	Profit/(Loss) from Discontinued Operations						
XI	Tax Expenses of Discontinued Operations						
XII	**Profit/(Loss) from Discontinued Operations (after tax) (X-XI)**			-	-	-	-
XIII	**Profit/(Loss) for the Period (IX+XII)**	-3.14	1.11	-12.90	-0.90	-2.20	-11.16
XIV	**Other Comprehensive Income**						
	A (i) Items that will be Reclassified to Profit or Loss	-37.76	21.00	-15.93	1.79	-14.63	11.60
	(ii) Income Tax relating to Items that will be Reclassified to Profit or Loss	8.64	-5.66	3.65	-0.41	3.35	-2.65
	B (i) Items that will not be Reclassified to Profit or Loss			-	-		-
	(ii) Income Tax Relating to Items that will not be Reclassified to Profit or Loss			-	-		-
XV	**Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the Period)**	-32.25	16.45	-25.18	0.48	-13.49	-2.21
	Total Income for the period attributable to:						
	Owners of the Company						
	Non-Controling Interest						
XVI	Paid -up Equity Share Capital (Face Value of Rs. 10/- each)	434.86	434.86	434.86	434.86	434.86	434.86
XVII	Other Equity as per Balance Sheet						
XVIII	Earning per Equity Share (for Continuing Operation):						
	(1) Basic	-0.07	0.03	-0.30	-0.02	-0.05	-0.26
	(2) Diluted	-0.07	0.03	-0.30	-0.02	-0.05	-0.26

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VARDHAN CAPITAL & FINANCE LIMITED

XIX	Earning per Equity Share (for Discontinued Operation):						
	(1) Basic	-	-	-	-	-	-
	(2) Diluted	-	-	-	-	-	-
XX	Earning per Equity Share (for Discontinued & Continuing Operations):						
	(1) Basic	-0.07	0.03	-0.30	-0.02	-0.05	-0.26
	(2) Diluted	-0.07	0.03	-0.30	-0.02	-0.05	-0.26

NOTES:-

1 The above Financial Results for the year ended June 30, 2026 have been reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on 11th Aug, 2026 The Statutory auditors of the Company had carried out Audit of these results and the results are being published in accordance with regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2 This statement has been prepared in accordance with companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

3 The Company is engaged primarily in the business of Financial Services and allied activities, accordingly there are no separate reportable segments dealing with Segment Reporting as per Ind AS 108. The Company's business is not subject to seasonal variation.
The figures for the quarter ended March 31, 2026 and March 31, 2025 are the balancing figures between audited figures in respect of full financial year and the unaudited published year to date figures upto nine months ended December 31, 2025 and December 31, 2024 which were subject to limited review.

4 Information on investor complaints for the year ended 30/06/2026

Opening complaints	Recd. during quarter	Disposed during the year	Balance
NIL	NIL	NIL	NIL

5 Figure of previous year have been regrouped/rearranged wherever necessary.

VARDHAN CAPITAL & FINANCE LTD. MUMBAI

For Vardhan Capital & Finance Ltd

RAMESH B. VARDHAN
Director (DIN: 00207488)

Place : Mumbai
Date: 11.08.2026