TRANSWARRANTY FINANCE LIMITED

July 31, 2026

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051
Symbol: TFL

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 532812

Dear Sir/Madam,

Sub: Outcome of Board Meeting held today i.e. Friday, July 31, 2026

Ref: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to the provisions of Listing Regulations, it is hereby informed that the Board of Directors of Transwarranty Finance Limited ("the Company") at its meeting held today i.e. Friday, July 31, 2026 has, *inter-alia*:

1. Approved the Unaudited (Standalone and Consolidated) Financial Results of the Company for the quarter ended June 30, 2026. The copy of the said results along with the Limited Review Report is attached herewith as **Annexure I.**

2. Approved issuance of Unlisted Non-Convertible Debentures (NCDs) on Private Placement basis, details are attached herewith as **Annexure II**.

3. Approved raising of funds by issuing debt securities by way of Private Placement subject to approval of shareholders in the ensuing Annual General Meeting("AGM").

4. Approved raising of funds by way of External Commercial Borrowings subject to approval of shareholders in the ensuing AGM.

5. Approved re-appointment of Mr. Kumar Nair (DIN: 00320541), as the Managing Director and Chief Executive Officer of the Company for a term of 3 years w.e.f. September 01, 2026 and to fix the remuneration, subject to the approval of shareholders of the Company in the ensuing AGM, details attached herewith as **Annexure III**.

   Further, the detailed disclosure as required under Regulation 30 of the Listing Regulations read with Listing Regulations read with Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is provided in the annexures herein below.

CIN: L65920MH1994PLC080220
403, Regent Chambers, Nariman Point, Mumbai- 400021 • Tel: 6630 6090 / 2204 7965
• e-mail : mail@transwarranty.com • website:www.transwarranty.com

The meeting of the Board of Directors commenced at 3.30 p.m. and concluded at 4:19 p.m.

We request you to kindly take the same on record.

Thanking You,

Yours faithfully,
For **Transwarranty Finance Limited**

SUHAS SHRIDHAR BORGAONKAR

Digitally signed by SUHAS SHRIDHAR BORGAONKAR
Date: 2026.07.31 18:07:27 +05'30'

Suhas Borgaonkar
Company Secretary and Compliance Officer
Membership No.: A3391
Encl.: A/a

TRANSWARRANTY FINANCE LIMITED
CIN: L65920MH1994PLC080220
Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai- 400021
Tel. No:40010900, Email: companysecretary@transwarranty.com,Web Site: www.transwarranty.com

STATEMENT OF STANDALONE / CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2026

(Rs. In Lakhs)

PARTICULARS	STANDALONE				CONSOLIDATED			
	3 Months Ended			Year Ended	3 Months Ended			Year Ended
	30/06/2026	31/03/2026	30/06/2025	31/03/2026	30/06/2026	31/03/2026	30/06/2025	31/03/2026
	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
<u>INCOME</u>								
Revenue From Operations:-								
Interest Income	141.93	117.74	132.72	450.65	142.62	151.76	152.09	483.80
Fees and Commission Income	105.43	103.09	64.22	305.25	105.43	253.72	239.17	959.52
Other Operationg Income	6.45	5.01	2.62	13.63	6.45	5.01	2.63	13.63
Net Gain on Fair Value Changes	1.28	0.31	2.49	0.31	1.32	0.40	4.01	0.40
Total Revenue from Operations	**255.09**	**226.15**	**202.05**	**769.84**	**255.82**	**410.89**	**397.90**	**1,457.35**
Other Income	26.67	105.50	0.57	107.21	26.67	96.67	14.51	165.63
Total Income	**281.76**	**331.65**	**202.62**	**877.05**	**282.49**	**507.56**	**412.41**	**1,622.98**
<u>EXPENSES</u>								
Finance Costs	85.06	67.66	102.26	337.73	85.60	71.11	113.05	340.77
Fees and Commission Expenses	55.61	60.32	21.49	141.12	55.61	159.60	86.22	440.62
Impairment on Financial Instruments	4.36	14.18	45.78	95.88	4.36	13.71	45.83	95.97
Employee Benefits Expenses	72.02	58.54	60.37	237.09	72.03	141.90	140.48	563.69
Depreciation and Amortisation Expenses	5.71	5.98	5.54	23.41	5.71	(15.26)	12.34	23.41
Other Expenses	53.81	70.92	39.40	199.41	53.82	202.28	98.65	526.69
Total Expenses	**276.57**	**277.60**	**274.84**	**1,034.64**	**277.13**	**573.34**	**496.57**	**1,991.15**
Share of Proft/(Loss) from Associates	-	-	-	-	(17.46)	-	-	-
Profit / (Loss) Before Exceptional and Extra ordinary items and Tax	**5.19**	**54.05**	**(72.22)**	**(157.59)**	**(12.10)**	**(65.78)**	**(84.16)**	**(368.17)**
Exceptional Items	-	42.48	-	42.48	-	69.61	-	69.61
Reversal of Excess Provision	-	-	-	-	-	-	-	-
Profit / (Loss) Before Extra ordinary items and Tax	**5.19**	**11.57**	**(72.22)**	**(200.07)**	**(12.10)**	**(135.39)**	**(84.16)**	**(437.78)**
Extraordinary Items	-	-	-	-	-	-	-	-
Profit / (Loss) Before Tax	**5.19**	**11.57**	**(72.22)**	**(200.07)**	**(12.10)**	**(135.39)**	**(84.16)**	**(437.78)**
Tax Expense								
Current Tax	-	-	-	-	-	-	1.52	-
Less: MAT Credit Entitlement	-	-	-	-	-	-	-	-
Deferred Tax	-	-	-	-	-	-	-	-
Excess Provsion of Tax For Earlier Years	-	-	-	-	-	-	-	-
Prior Period Tax Adjustments	-	4.46	-	4.46	-	4.46	-	4.46
Profit / (Loss) from Continuing Operations After Tax	**5.19**	**7.11**	**(72.22)**	**(204.53)**	**(12.10)**	**(139.85)**	**(85.68)**	**(442.24)**
Profit from Discontinuing Operations	-	-	-	-	-	-	-	-
Tax Expense of Discontinuing Operations	-	-	-	-	-	-	-	-
Profit from Discontinuing Operations After Tax	-	-	-	-	-	-	-	-
Profit / (Loss) For the Period	**5.19**	**7.11**	**(72.22)**	**(204.53)**	**(12.10)**	**(139.85)**	**(85.68)**	**(442.24)**
Other Comprehensive Income:-								
Items that will not be reclassified to profit or Loss -								
- Remeasurement of the net defined benefit obligation gain / (loss)	-	-	-	-	-	4.99	-	4.99
- Fair valuation on Equity instrument	-	(0.04)	0.07	(0.04)	-	(0.19)	0.07	(0.19)
- Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-
Total -A	**-**	**(0.04)**	**0.07**	**(0.04)**	**-**	**4.80**	**0.07**	**4.80**
Items that will be reclassified to profit or Loss -	-	-	-	-	-	-	-	-
- Remeasurement of the net defined benefit obligation gain / (loss)		-						
- Fair valuation on Equity instrument	-	-	-	-	-	-	-	-
Total - B	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total - A + B	-	(0.04)	**0.07**	(0.04)	-	**4.80**	**0.07**	**4.80**
Total Comprehensive Income for the period	5.19	7.07	(72.15)	(204.57)	(12.10)	(135.05)	(85.61)	(437.43)
Paid -up equity share capital (Rs. 10 each)	5,511.62	5,511.62	5,397.45	5,511.62	5,511.62	5,511.62	5,397.45	5,511.62
Basic Earning Per Share of Rs.10/- each (In Rupees)	0.01	0.01	(0.13)	(0.38)	(0.02)	(0.25)	(0.16)	(0.81)
Diluted Earning Per Share of Rs.10/- each (In Rupees)	0.01	0.01	(0.13)	(0.38)	(0.02)	(0.25)	(0.16)	(0.81)

1. The above unaudited financial results were discussed by the members of the audit committee and were approved and taken on record by the Board of Directors at their meeting held on July, 31 2026.

2.The Statutory auditors have carried out a limited reivew of the financials results as required under Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ,2015 and have issued an unmodified opinion thereon.

3. The above financial results have been prepared in accordance with the recognition and measurement principles of Ind AS prescribed under Section 133 of the Companies Act, 2013 read with relevant Rules issued there under and other accounting principles generally accepted in India and the guidelines issued by SEBI.

4. The Company is primarily engaged in a single segment viz. digital lending and other financial related activities and therefore the segment reporting is not applicable.

5. In line with the requirements of regulation 47(2) of the listing Regulations, 2015, the results for the quarter ended June 30, 2026 are available on the website of BSE Limited (URL: wwww.bseindia.com/corporates), the National StockExchange of India Limited (URL: www.nseindia.com/corporates) and on the company's website www.transwarranty.com.

6. During the quarter ended March 31, 2026, the Company revised its accounting policy for the measurement of investments in subsidiaries and associates. Previously, such investments were measured using at Fair Value Through Profit or Loss (FVTPL) . Pursuant to Ind AS 109 – Financial Instruments, the Company had elected to measure these investments at the cost method to better reflect the economic substance of the underlying transactions.

This change in accounting policy has been accounted for retrospectively in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors. Consequently, the comparative financial results for the quarter ended June 30, 2025, have been restated to Cost Method. The restated results excludes an unrealised gain of ₹129.54 lakhs for the quarter ended June 30, 2025.

It may be noted that the financial results for the quarter ended June 30, 2025, originally published on July 31, 2025, were based on the the Fair Value through fair value through Profit or Loss (FVTPL), as the policy change was effected subsequent to that period. The restated comparative figures now presented appropriately reflect the revised policy.

7. Change in status of Investment in Vertex Securities Limited & Vertex Commodities & Finpro Private Limited

During the last quarter of the previous financial year, the Company's shareholding in Vertex Securities Limited (VSL) reduced from 53.04 % to 42.43 % consequent to non-subscription to rights issue. As a result, VSL ceased to be a subsidiary and became an associate of the Company with effect from 30th March, 2026. In the standalone financial statements, the investment continues to be accounted for in accordance with the Company's accounting policy for investments in subsidiaries and associates, i.e., at cost less impairment.

The consolidated financial statement w.r.t. VSL for the quarter ending 31st March, 2026 and thereafter has been carried out as an associate of the TFL under applicable IndAS 110. For the quarter ended 30th June, 2025 VSL was a subsidiary of TFL and therefore the figures for the consolidated figures for previous quarter ended 30th June, 2025 are not comparable.

8. Figures have been regrouped and rearranged wherever necessary.

For and on behalf of the Board

Ramachandran U.
Director/CFO
DIN 00493707

Place : Mumbai
Date : 31-07-2026

DEOKI BIJAY & CO.
Chartered Accountants

Flat No. 803, 'B' Wing
10 Laxmi Enclave
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sushil.agrawal@dbcca.co.in
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Independent Auditor's Review Report on Unaudited Standalone Financial Results for the quarter ended June 30, 2026 of Transwarranty Finance Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended)

To the Board of Directors

Transwarranty Finance Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of Transwarranty Finance Limited ("the Company") for the quarter ended June 30, 2026 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), read with relevant circulars issued by Securities and Exchange Board of India ("SEBI") from time to time.
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 recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("IND AS 34"), as prescribed under Section 133 of Companies Act, 2013 (the "Act"), the circulars, guidelines and directions issued by the Reserve Bank of India ("RBI") from time to time (the "RBI Guidelines") and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
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, has not been prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard 34 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

5. We draw attention to Note 6 of the accompanying Statement, which describes a change in the Company's accounting policy for measuring its investment in subsidiaries and associates. Effective

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March 31, 2026, the Company transitioned from the fair value measurement in accordance with Ind AS 109 – Financial Instruments to Cost Method as per Ind AS 27 – Separate Financial Statements. This change has been applied retrospectively as per the requirements of Ind AS 8 – "Accounting Policies, Changes in Accounting Estimates and Errors". Consequently, the comparative figures for the quarter ended June 30, 2025, have been restated to reflect this change, resulting in the derecognition of unrealized gains amounting to INR 129.54 lacs in the statement of profit and loss for that period. We further note that the financial results for the said quarter, as originally published on July 31, 2025, were based on the earlier fair value method, as the policy change was effected after that reporting date. Our conclusion is not modified in respect of this matter.

For Deoki Bijay & Co
Chartered Accountants
ICAI FRN: 313105E

Sushil Kr. Agrawal

CA Sushil Kumar Agrawal
Partner
ICAI membership No: 059051
Place:-Mumbai
Date:- July 31,2026
ICAI UDIN: - 26059051FHEYGI8870

DEOKI BIJAY & CO. MUMBAI CHARTERED ACCOUNTANTS

DEOKI BIJAY & CO.
Chartered Accountants

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Independent Auditor's Review Report on Unaudited Consolidated Financial Results for the quarter ended June 30, 2026 of Transwarranty Finance Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors,

Transwarranty Finance Limited,

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Transwarranty Finance Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended June 30, 2026 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), read with relevant circulars issued by Securities and Exchange Board of India ("SEBI") from time to time.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent'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") as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations including relevant circulars issued by SEBI from time to time. 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 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. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

   Holding Company

   Transwarranty Finance Limited

   Subsidiaries

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a) Transwarranty Capital Market Services Private Limited

Associates

a) Vertex Securities Limited
b) Vertex Commodities and Finpro Private Limited

5. 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 Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matters

6. We did not review the interim financial results of one subsidiary included in the unaudited consolidated financial results, whose interim financial results reflect revenue from operations of Nil, Other Income of 0.73 lacs, total net profit after tax of INR 0.18 lacs and total comprehensive income of INR 0.18 lacs for the quarter ended June 30, 2026 as considered in the unaudited consolidated financial results. These interim financial results have not been reviewed by us and the unaudited financial statements have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, is based solely on the unaudited financial statements furnished to us by the Management and the procedures performed by us as stated in paragraph 3 above. Our report on the Statement is not modified in respect of the above matter.
7. The Statement includes the Group's share of net profit of INR 3.40 Lacs and total comprehensive income (net) INR 3.40 Lacs for the quarter ended June 30, 2026, in respect of one associate, based on their interim financial results which have not been reviewed by us.

For Deoki Bijay & Co
Chartered Accountants
ICAI FRN: 313105E

Sushil K. Agrawal

CA Sushil Kumar Agrawal
Partner
ICAI membership No: 059051
Place: -Mumbai
Date: - July 31, 2026
ICAI UDIN: - 26059051NTKFOU8658

DEOKI BIJAY & CO.
MUMBAI
CHARTERED ACCOUNTANTS

TRANSWARRANTY FINANCE LIMITED

ANNEXURE II DETAILS OF ISSUANCE OF UNLISTED NON-CONVERTIBLE DEBENTURES

<table>
<tr><td>Type of Securities</td><td>Secured and/or Unsecured Non-convertible Debentures (NCDs)</td></tr>
<tr><td>Type of Issuance</td><td>Private Placement</td></tr>
<tr><td>Total No of Securities proposed to be issued or total amount for which the securities will be issued</td><td>Secured NCDs Type A for an amount upto Rs.74 Lakhs (Rupees Seventy Four Lakh only) and /or 50 nos. Special Category of Unlisted, Unrated, Unsecured, Redeemable NCDs of face value of Rs.10,00,000 each ("Unsecured NCDs Type B" – Investment of Rs.1 Cr. or more per investor) upto Rs.5 Crore (Rs. Five Crores Only).</td></tr>
<tr><td>Size of the issue</td><td>Upto Rs. 5.74 crore (Rupees Five Crore Seventy Four Lakh only)</td></tr>
<tr><td>Whether proposed to be listed?</td><td>No</td></tr>
<tr><td>Tenure of the instrument (date of allotment and date of maturity)</td><td>
<table>
<tr><th>Category</th><th colspan="4">Secured</th><th>Unsecured</th></tr>
<tr><td>Tenure</td><td>13 months (Minimum subscription Rs. 20 lakhs)</td><td>3 Years (Minimum subscription Rs. 50 lakhs)</td><td>3 Years (Minimum subscription Rs. 2 lakhs)</td><td>5 years (Minimum subscription Rs. 2 lakhs)</td><td>367 Days (Special Category) (Rs. 1 Cr or more per Investor)</td></tr>
<tr><td>Frequency of Interest Payment</td><td>Quarterly at end of the quarter</td><td>Monthly at end of the month</td><td>Quarterly at end of the quarter</td><td>Monthly at end of the month</td><td>Quarterly at end of the quarter</td></tr>
<tr><td>Coupon (%) per annum-Fixed</td><td>11.75% p.a.</td><td>11.75%</td><td>11.25% p.a.</td><td>11.50% p.a.</td><td>12.00% p.a.</td></tr>
<tr><td>Face Value/ Issue Price</td><td>Rs. 100,000 (1 NCD)</td><td>Rs. 100,000 (1 NCD)</td><td colspan="2">Rs. 100,000 (1 NCD)</td><td>Rs. 10,00,000 (1 NCD)</td></tr>
<tr><td>Minimum Application</td><td>Rs. 20 lakhs (20 NCDs)</td><td>Rs. 50 lakhs (50 NCDs)</td><td colspan="2">Rs. 2 lakhs (2 NCDs)</td><td>Rs. 1 crore (10 NCD)</td></tr>
<tr><td>In multiples of</td><td>1 NCDs</td><td>1 NCDs</td><td colspan="3">1 NCDs</td></tr>
<tr><td>Mode of Interest Payment/ Redemption</td><td colspan="5">Through Various Options available</td></tr>
<tr><td>Redemption Amount (Rs./ NCD)</td><td>Rs. 1,00,000</td><td>Rs. 1,00,000</td><td>Rs. 1,00,000</td><td>Rs.1,00,000</td><td>Rs. 10,00,000</td></tr>
<tr><td>Put and Call Option</td><td colspan="5">Not Applicable</td></tr>
</table>
</td></tr>
</table>

	Interest on Application Money	Interest will be paid on Application money at respective coupon rates from the date of realization of cheque till one day prior to the date of allotment
Coupon/Interest Offered, Schedule of Payment of Coupon/Interest and Principal	As stated above	
Charge/security, if any, created over the assets	Secured Debentures shall be secured by way of *pari-passu* charge on certain current assets of the Company. There is no charge/security for Unsecured NCDs.	
Special right/interest/privileges attached to the instrument and changes thereof	Not applicable	
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Not applicable	
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not applicable	
Details of redemption of debentures	Source of redemption will be decided as and when the event of redemption occurs for various NCDs issued of various maturities	
Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable	

TRANSWARRANTY FINANCE LIMITED

ANNEXURE III BREIF PARTICULARS OF MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER

Name of the Director	Mr. Kumar Nair (DIN: 00320541)
Reason for change viz., appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Kumar Nair as the Managing Director And CEO for another term of 3 years commencing with effect from September 01, 2026
Date of Appointment / cessation	September 01, 2026
Brief Profile and Expertise including nature of expertise in specific functional areas	Mr. Nair has over 35 years of experience in Financial Services, Capital Market and Investment Banking.
Inter-se relationship with other Directors /Manager/ Key Managerial Personnel of the Company	Not related to any Director / Manager / Key Managerial Personnel of the Company.
Person shall not debarred from holding the office of Director pursuant to any SEBI order	Mr. Kumar Nair is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.