August 10, 2026

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Company Scrip Code: 500189
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
Company Script Code NDLVENTURE
Through: NEAPS

Dear Sir / Madam,

Sub: Outcome of the Board Meeting and submission of Un-audited Financial Results of the Company for the quarter ended June 30, 2026.

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

The Board of Directors of the Company, at their meeting held today i.e. August 10,2026 *inter alia*, approved the Un-audited Financial Results of the Company for the quarter ended June 30, 2026, subjected to limited review by the Statutory Auditors.

In the said Board meeting, the following decisions were taken by the Board:

1. Fixed the date of convening the Forty First Annual General Meeting ("41st AGM") of the Members of the Company on Monday, September 21, 2026 for the financial year ended March 31, 2026 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

2. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has fixed Tuesday, September 15, 2026 as the "Record Date" for the purpose of determining eligible Members for the payment of Dividend for the financial year ended March 31, 2026, as recommended by the Board, if approved at the ensuing 41st AGM. The Dividend, if approved by the Members of the Company at the ensuing AGM, will be paid/dispatched by the Company in permitted modes within the stipulated timelines to the eligible Shareholders.

3. Fixed Tuesday September 15, 2026, as the cut-off date for the purpose of remote e- voting and e-voting during the Annual General Meeting. A person whose name is recorded in the Register of Members and Register of Beneficial Owners as maintained by the Depositories as on the Cut-off date i.e. Tuesday, September 15, 2026 shall be entitled to avail facility of remote e-voting and e-voting during the Annual General Meeting held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

4. Approved the proposed Material Related Party Transaction(s) for the period commencing from the conclusion of the ensuing Annual General Meeting i.e. from September 21, 2026 till the date of next Annual General Meeting to be held in FY2027-28.

5. Re-appointed Mr. Sudhanshu Tripathi (DIN: 06431686) who is liable to retire by rotation in the ensuing 41st AGM, as Non-Executive Non-Independent Director, based on the recommendation of the Nomination & Remuneration Committee, subject to the approval of shareholders at the 41st AGM.

The meeting commenced at 4:15 p.m. and concluded at 5:25 p.m.

Pursuant to Regulation 33 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:

1. The Un-audited Financial Results of the Company for the quarter ended June 30, 2026.

2. Unmodified Limited Review Report on the said financial results issued by M/s. S. K. Patodia & Associates LLP, Chartered Accountants, Statutory Auditors.

Request you to kindly take the above on your records.

Thanking you,

Yours faithfully,
For NDL Ventures Limited

SUMATI SHARMA

Digitally signed by SUMATI SHARMA
Date: 2026.08.10 17:30:30 +05'30'

Sumati Sharma
Company Secretary
M. No. – A51019

Encl: As stated above.

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

To
The Board of Directors
NDL Ventures Limited

1. We have reviewed the accompanying Statement of Unaudited Financial Results of NDL Ventures Limited ("the Company") for the quarter ended June 30, 2026 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including relevant circulars issued by the 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 the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder (hereinafter referred to as "the said Indian Accounting Standard") 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 the Company personnel and analytical procedures applied to financial data and thus provide 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 as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement are not prepared in accordance with the recognition and measurement principles laid down in the said 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. The Statement includes the financial results for the quarter ended March 31, 2026, being the balancing figures between the audited figures in respect of the full financial year and the unaudited year figures up to the third quarter of the previous financial year, which were subject to limited review.

For **S K Patodia & Associates LLP**
Chartered Accountants
Firm Reg. No.: 112723W/W100962

S.K Patodia & Associates LLP
FRN 112723W/ W100962 Mumbai
Chartered Accountants

Ankush Goyal
Partner
Membership No.: 146017
UDIN: 26146017FXDFOT3646

Place: Mumbai
Date: August 10, 2026

NDL Ventures Limited

CIN: L65100MH1985PLC036896

Regd. Office : IN CENTRE, 49/50, MIDC, 12th Road, Andheri (E), Mumbai 400 093

Website: www.ndlventures.in, Email ID: investors@ndlventures.in

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2026

(₹ in lakhs)

S. No.	Particulars	Quarter ended			Year ended
		June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	**Income**				
	(a) Revenue from operations	-	-	-	-
	(b) Other income	126.94	126.85	116.29	489.37
	Total Income	**126.94**	**126.85**	**116.29**	**489.37**
2	**Expenses**				
	(a) Purchase of stock-in-trade	-	-	-	-
	(b) Change in inventories of stock-in-trade	-	-	-	-
	(c) Operational expenses	-	-	-	-
	(d) Employee benefits expense	45.48	56.25	44.76	192.64
	(e) Finance costs	-	-	-	-
	(f) Depreciation and amortisation expense	-	-	-	-
	(g) Other expenses	69.94	49.32	39.23	174.41
	Total Expenses	**115.42**	**105.57**	**83.99**	**367.05**
3	**Profit / (Loss) before exceptional items and tax**	**11.52**	**21.28**	**32.30**	**122.32**
4	Exceptional items	-	-	-	-
5	**Profit / (Loss) before tax**	**11.52**	**21.28**	**32.30**	**122.32**
6	**Tax expenses (net)**				
	(a) Current tax	2.96	8.90	8.15	32.46
	(b) Short/(Excess) Tax of earlier years	-	0.51	-	2.18
	(c) Deferred tax	(0.32)	(3.30)	(0.03)	(3.35)
	Total Tax Expenses (net)	**2.64**	**6.11**	**8.12**	**31.29**
7	**Net Profit / (Loss) after tax**	**8.88**	**15.17**	**24.18**	**91.03**
8	**Other comprehensive income (OCI)**				
	A. Items that will not be reclassified to profit or loss:				
	(a) Re-measurement of defined benefit plans	-	0.72	-	1.76
	(b) Tax impact on above	-	(0.18)	-	(0.44)
	Total items that will not be reclassified to profit or loss	**-**	**0.54**	**-**	**1.32**
	Total other comprehensive income	**-**	**0.54**	**-**	**1.32**
9	**Total comprehensive income**	**8.88**	**15.71**	**24.18**	**92.35**
10	Paid-up equity share capital (face value Rs. 10/-)	**3,367.17**	**3,367.17**	**3,367.17**	**3,367.17**
11	Reserves excluding Revaluation Reserve				**2,561.90**
12	**Earnings per share (not annualised) (face value of Rs. 10/- per equity share)**				
	Basic (in Rs.)	0.03	0.05	0.07	0.27
	Diluted (in Rs.)	0.03	0.05	0.07	0.27

S.K. Patodia & Associates LLP Chartered Accountants FRN 112723W/ W100962 Mumbai

NDL Ventures Limited Mumbai

Notes :

1 The above Unaudited Financial Results have been prepared and published in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and in compliance with Regulation 33 of Securities and Exchange Board of India (Lisiting Obligations and Disclosures Requirements) Regulations, 2015, as amended, from time to time.

2 The above Unaudited Financial Results were 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 10, 2026.

3 The Board of Directors of the Company, at its meeting held on November 25, 2025, had, inter alia, approved the Scheme of Merger by Absorption of Hinduja Leyland Finance Limited ("HLFL") into the Company, subject to requisite approval from the Shareholders of the Company, consent of regulatory authorities and the sanction of of the Hon'ble National Company Law Tribunal ("NCLT").
During the quarter, the Company received the 'No-objection/No Adverse Observation Letter' from the Stock Exchanges on May 19, 2026 and pursuant to the receipt of order of the Hon'ble NCLT dated June 17, 2026, the meeting of the Equity Shareholders of the Company was convened on July 30, 2026, wherein the Scheme was approved with the requisite majority. The Company is presently in the process of obtaining the final sanction from the Hon'ble NCLT and other regulatory authorities. Accordingly, no impact is required to be given in these financial results.

4 The figures for the quarter ended March 31, 2026 are the balancing figures between the audited figures in respect of the full financial year and the unaudited published year-to-date figures upto the third quarter of the previous financial year.

5 Previous period/year items are regrouped/reclassified in line with the current period's/year's presentation, if any.

For NDL Ventures Limited
(Formerly known as NXTDigital Limited)

Amar Chintopanth
Whole Time Director and Chief Financial Officer

Place : Mumbai
Date : August 10, 2026