J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

To the Board of Directors
IIL Digital Private Limited

Report on the Audit of Condensed Interim Financial Statements

We have audited the accompanying condensed interim Ind AS Financial Statements of IIL Digital Private Limited ("the Company") which comprise the Condensed Interim Balance Sheet as at June 30, 2026, the Condensed Interim Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Condensed Interim Statement of Changes in Equity and the Condensed Interim Statement of Cash Flows for the quarter then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements").

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these Financial Statements in accordance with the basis described in **Note 2** to the financial statements that give a true and fair view of the financial position, financial performance and changes in equity.

This responsibility also includes maintenance of adequate accounting records in accordance with the accounting principles for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Director is also responsible for overseeing the Company's financial process.

Auditors' Responsibility

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India (ICAI). Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

J.C. BHALLA & CO. Chartered Accountants

In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal financial controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on these Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Financial Statements are prepared in all material respects, in accordance with the basis described in **Note 2** to the financial statements.

Other Matters

This report is issued at the request of the holding company and is intended solely for the information and use of IndiaMART InterMESH Limited and its auditors in connection with presentation and audit, respectively, of the consolidated financial results of IndiaMART InterMESH Limited for the quarter ended June 30, 2026. Accordingly, the aforesaid financial statements may not be suitable for another purpose and this report should not be used for any other purpose or referred to in any other document or distributed to parties other than stated above without our prior written consent.

Our opinion is not qualified with respect to the above matter.

For J. C. Bhalla & Co.
Chartered Accountants
Firm Regn No. 001111N

Akhil Bhalla
Digitally signed by Akhil Bhalla
Date: 2026.07.15 12:07:32 +05'30'

J.C. BHALLA & CO.
Chartered Accountants

(Akhil Bhalla)
Partner
Membership No. 505002
UDIN:26505002MAETMJ2742

Place: Noida
Date : July 15, 2026

IIL Digital Private Limited
CIN: U63111DL2024PTC435856
Condensed Interim Balance Sheet as at 30 June 2026
(All amounts are in thousands (₹) unless otherwise stated)

Particulars	Notes	As at 30 June 2026	As at 31 March 2026
ASSETS			
Non-current assets			
Property, plant and equipment	4	361	425
Intangible assets	5	1,113	1,232
Non current tax assets	8	194	135
Total non-current assets		**1,668**	**1,792**
Current assets			
Financial assets			
i. Cash and cash equivalents	6 (a)	1,695	839
ii. Bank balances other than cash and cash equivalents	6 (b)	42,263	47,920
iii. Trade receivables	7	982	256
Other current assets	9	3,784	2,804
Total current assets		**48,724**	**51,819**
Total assets		**50,392**	**53,611**
EQUITY AND LIABILITIES			
Equity			
Share capital	10	1,000	1,000
Instruments entirely equity in nature	10	56,500	56,500
Other equity	11	(8,405)	(6,642)
Total equity		**49,095**	**50,858**
LIABILITIES			
Non-current liabilities			
Provisions	14	405	513
Total non-current liabilities		**405**	**513**
Current liabilities			
Financial liabilities			
i. Trade payables	12		
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		681	991
ii Other financial liabilities	13	115	703
Other current liabilities	15	82	532
Provisions	14	14	14
Total current liabilities		**892**	**2,240**
Total liabilities		**1,297**	**2,753**
Total equity and liabilities		**50,392**	**53,611**
Material accounting policies	2		

The accompanying notes are an integral part of the condensed interim financial statements.

As per our report of even date attached

For J. C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No. 001111N

Akhil Bhalla
Digitally signed by Akhil Bhalla
Date: 2026.07.15 12:05:36 +05'30'

Akhil Bhalla
(Partner)
Membership No. 505002

Place: Noida
Date: 15 July 2026

For and on behalf of the Board of Directors
IIL Digital Private Limited
CIN: U63111DL2024PTC435856

Jitin Diwan
Digitally signed by Jitin Diwan
Date: 2026.07.15 11:49:07 +05'30'

Jitin Diwan
Director
DIN: 11759377

Place: Noida
Date: 15 July 2026

PRATEEK CHANDRA
Digitally signed by PRATEEK CHANDRA
Date: 2026.07.15 11:52:16 +05'30'

Prateek Chandra
Director
DIN: 00356853

Place: Noida
Date: 15 July 2026

IIL Digital Private Limited
CIN: U63111DL2024PTC435856
Condensed Interim Statement of Profit and Loss for the period ended 30 June 2026
(All amounts are in thousands (₹) unless otherwise stated)

Particulars	Notes	For the quarter ended 30 June 2026	For the quarter ended 30 June 2025
Revenue from operations	16	2,020	191
Other income	17	816	40
Total income		**2,836**	**231**
Expenses			
Employee benefits expense	18	1,809	3,456
Depreciation and amortisation expense	19	183	181
Other expenses	20	2,607	3,351
Total expenses		**4,599**	**6,988**
Loss before tax for the period		**(1,763)**	**(6,757)**
Income tax expense			
Current Tax		-	-
Deferred Tax		-	-
Total Tax expense			
Net Loss for the period		**(1,763)**	**(6,757)**
Other comprehensive loss			
Items that will not be reclassified to profit or loss			
a) Remeasurements of the defined benefit plans	21	-	-
Other comprehensive loss for the period, net of Tax		**(1,763)**	**(6,757)**
Loss per equity share:			
(i) Basic loss per share	22	(17.63)	(67.57)
(ii) Diluted loss per share	22	(17.63)	(67.57)
Material accounting policies	2		

The accompanying notes are an integral part of the condensed interim financial statements.

As per our report of even date attached

For J. C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No. 001111N

Akhil Bhalla Digitally signed by Akhil Bhalla Date: 2026.07.15 12:05:57 +05'30'

Akhil Bhalla
(Partner)
Membership No. 505002

Place: Noida
Date: 15 July 2026

For and on behalf of the Board of Directors of
IIL Digital Private Limited
CIN: U63111DL2024PTC435856

Jitin Diwan Digitally signed by Jitin Diwan Date: 2026.07.15 11:49:39 +05'30'

Jitin Diwan
Director
DIN: 11759377

Place: Noida
Date: 15 July 2026

PRATEEK CHANDRA Digitally signed by PRATEEK CHANDRA Date: 2026.07.15 11:52:41 +05'30'

Prateek Chandra
Director
DIN: 00356853

Place: Noida
Date: 15 July 2026

IIL Digital Private Limited
CIN: U63111DL2024PTC435856
Condensed Interim Statement of changes in equity for the period ended 30 June 2026
(All amounts are in thousands (₹) unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each issued, subscribed and fully paid up (Refer Note 10A)

Particulars	Amount
As at 1 April 2025	**1,000**
Issued share capital during the period	-
As at 30 June 2025	**1,000**
As at 1 April 2026	**1,000**
Issued share capital during the period	-
As at 30 June 2026	**1,000**

B. Instruments entirely equity in nature (Refer Note 10B)

Particulars	0.01% Compulsorily convertible preference shares	0.0001% Compulsory convertible debentures	0.001% Optionally convertible debentures	Total
	Amount	Amount	Amount	Amount
As at 1 April 2025	**7,500**	**-**	**-**	**7,500**
Issued during the period	-			-
As at 30 June 2025	**7,500**	**-**	**-**	**7,500**
As at 1 April 2026	**7,500**	**25,000**	**24,000**	**56,500**
Issued during the period	-	-	-	-
As at 30 June 2026	**7,500**	**25,000**	**24,000**	**56,500**

C. Other equity (Refer note 11)

Particulars	Reserves and surplus		Total other equity
	Securities Premium	Retained earnings	
As at 1 April 2025	**-**	**(825)**	**(825)**
Total comprehensive loss for the period	-	(6,757)	**(6,757)**
As at 30 June 2025	**-**	**(7,582)**	**(7,582)**
As at 1 April 2026	**36,000**	**(42,642)**	**(6,642)**
Loss for the period	-	(1,763)	(1,763)
Comprehensive income for the period	-	-	-
Total comprehensive loss for the period	-	**(1,763)**	**(1,763)**
As at 30 June 2026	**36,000**	**(44,405)**	**(8,405)**

Material accounting policies 2

The accompanying notes are an integral part of the condensed interim financial statements.

As per our report of even date attached

For J. C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No. 001111N

Akhil Bhalla Digitally signed by Akhil Bhalla Date: 2026.07.15 12:06:16 +05'30'

Akhil Bhalla
(Partner)
Membership No. 505002

Place: Noida
Date: 15 July 2026

For and on behalf of the Board of Directors of
IIL Digital Private Limited
CIN: U63111DL2024PTC435856

Jitin Diwan Digitally signed by Jitin Diwan Date: 2026.07.15 11:50:03 +05'30'

Jitin Diwan
Director
DIN: 11759377

Place: Noida
Date: 15 July 2026

PRATEEK CHANDRA Digitally signed by PRATEEK CHANDRA Date: 2026.07.15 11:52:54 +05'30'

Prateek Chandra
Director
DIN: 00356853

Place: Noida
Date: 15 July 2026

IIL Digital Private Limited
CIN: U63111DL2024PTC435856
Condensed Interim Statement of cash flows for the period ended 30 June 2026
(All amounts are in thousands (₹) unless otherwise stated)

Particulars	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Cash flow from operating activities		
Loss before tax	(1,763)	(6,757)
Adjustments to reconcile loss before tax to net cash flows:		
Interest income	(770)	(40)
Depreciation and amortization expense	183	181
Operating loss before working capital changes	**(2,350)**	**(6,616)**
Movement in Working Capital:		
Change in trade receivables	(726)	100
Change in other assets	(980)	(265)
Change in trade payables	(310)	1,586
Change in provisions	(108)	89
Change in other liabilities	(1,038)	117
Cash used in operations	**(5,512)**	**(4,989)**
Income tax paid	(59)	(3)
Net cash used in operating activities	**(5,571)**	**(4,992)**
Cash flow from investing activities		
Purchase of other intangible assets and property, plant and equipment (net off capital creditors)	-	(548)
Proceed from redemption of fixed deposits with bank	6,303	-
Interest income on fixed deposits	124	40
Net cash used in investing activities	**6,427**	**(508)**
Cash flow from financing activities		
Net cash generated from financing activities	**-**	**-**
Net increase/(decrease) in cash and cash equivalents	856	(5,500)
Cash and cash equivalents at the beginning of the period refer note 6 (a)	839	6,375
Cash and cash equivalents at the end of the period refer note 6 (a)	**1,695**	**875**

Material accounting policies

The accompanying notes are an integral part of the condensed interim financial statements.

As per our report of even date attached

For J. C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No. 001111N

Akhil Bhalla Digitally signed by Akhil Bhalla Date: 2026.07.15 12:06:32 +05'30'

Akhil Bhalla
(Partner)
Membership No. 505002

Place: Noida
Date: 15 July 2026

For and on behalf of the Board of Directors of
IIL Digital Private Limited
CIN: U63111DL2024PTC435856

Jitin Diwan Digitally signed by Jitin Diwan Date: 2026.07.15 11:50:26 +05'30'

Jitin Diwan
Director
DIN: 11759377

Place: Noida
Date: 15 July 2026

PRATEEK CHANDRA Digitally signed by PRATEEK CHANDRA Date: 2026.07.15 11:53:08 +05'30'

Prateek Chandra
Director
DIN: 00356853

Place: Noida
Date: 15 July 2026

1. Corporate Information

IIL Digital Private Limited ("the Company") is a private company domiciled in India and was incorporated on August 27, 2024 under the provisions of the Companies Act applicable in India. The Company is authorized to engage to act as or set up a digital marketplace that offers business solutions for a diverse range of customer needs. The registered office of the Company is located at 1st Floor, 29-Daryaganj, Netaji Subash Marg New Delhi-110002, India.

The financial statements were authorized for issue in accordance with a resolution passed by Board of Directors on 15 July 2026.

2. Summary of Material Accounting Policies

(a) Statement of compliance

The condensed interim financial statements for the period ended 30 June 2026 have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") 34, Interim Financial Reporting and other Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time totime) and other relevant provisions of the Companies Act, 2013 ("the Act") (as amended from time to time).

These condensed interim financial statements must be read in conjunction with the financial statements for the year ended 31 March 2026. They do not include all the information required for a complete set of Ind AS financial statements. However, selected explanatory notes are included to explain events and transactions that management believes are material to an understanding of the changes in the Company's financial position and performance since the last annual financial statements.

All the amounts disclosed in the consolidated financial statements have been rounded off to the nearest INR thousand as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

(b) Basis of Preparation

The condensed interim financial statements have been prepared on the historical cost basis, except forcertain financial assets and liabilities measured at fair value or amortised cost at the end of each reporting period.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under the indirect method. The preparation of these condensed interim financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas where estimates are significant to the condensed interim financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in Note 3.

3. Significant accounting estimates and assumptions

The preparation of condensed interim financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. The significant judgements made by the management in applying the Company's accounting policies and key sources of estimation and uncertainty were the same as those described in the last annual financial statements for the year ended 31 March 2026.

Measurement of fair values

The Company records certain financial assets and liabilities at fair value on a recurring basis. The Company determines fair values based on the price it would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or most advantageous market for that asset or liability.

The Company's management determines the policies and procedures for recurring fair value measurement, such as investment in debt instruments, equity instruments and preference instruments of other entities, investment in mutual funds, bonds, debentures, units of investment trust and units of alternative investment fund measured at fair value.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the condensed interim financialstatements are categorised within the fair value hierarchy, described as follows, based on the degree to which theinputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

(i) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
(ii) Level 2 — inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
(iii) Level 3 — Unobservable inputs for the asset or liability reflecting Company's assumptions about pricing by market participants

For assets and liabilities that are recognised in the condensed interim financial statements on fair valueon a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy byre-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(All amounts are in thousands (₹) unless otherwise stated)

4 Property, plant and equipment

Particulars	Office Equipment	Computer	Total Property, plant and equipment
Gross Carrying Amount			
As at 1 April 2025	-	-	-
Additions for the year	7	556	563
Disposals for the year	-	-	-
As at 31 March 2026	7	556	563
Additions for the period	-	-	-
Disposals for the period	-	-	-
As at 30 June 2026	7	556	563
Accumulated Depreciation			
As at 1 April 2025	-	-	-
Charge for the year	1	137	138
Disposals for the year	-	-	-
As at 31 March 2026	1	137	138
Charge for the period	1	63	64
Disposals for the period	-	-	-
As at 30 June 2026	2	200	202
Net carrying amount			
As at 1 April 2025	-	-	-
As at 1 April 2026	6	419	425
As at 30 June 2026	5	356	361

***Include transactions with related parties (refer note 26)**

5 Intangible assets

Particulars	Software Development	Total Intangible assets
Gross Carrying Amount		
As at 1 April 2025	1,850	1,850
Additions for the year	-	-
As at 1 April 2026	1,850	1,850
Additions for the period	-	-
As at 30 June 2026	1,850	1,850
Accumulated Amortisation		
As at 1 April 2025	-	-
Charge for the year	618	618
As at 1 April 2026	618	618
Charge for the period	119	119
As at 30 June 2026	737	737
Net carrying amount		
As at 1 April 2025	1,850	1,850
As at 1 April 2026	1,232	1,232
As at 30 June 2026	1,113	1,113

(All amounts are in thousands (₹) unless otherwise stated)

6 Cash and cash equivalents

	As at 30 June 2026	As at 31 March 2026
(a) At amortised cost		
Balances with banks		
- in current accounts	1,695	839
Total	**1,695**	**839**

(b) Bank balances other than cash and cash equivalents		
Deposits with banks -		
-Remaining maturity less than 12 months	42,263	47,920
Total	**42,263**	**47,920**

Note
Cash and cash equivalents for the purpose of cash flow statement comprises cash and cash equivalents as shown above.

7 Trade receivables

	As at 30 June 2026	As at 31 March 2026
Unsecured, considered good unless stated otherwise		
Trade receivables	982	256
Total	**982**	**256**

8 Non current tax assets

	As at 30 June 2026	As at 31 March 2026
Income tax assets	194	135
Total	**194**	**135**

9 Other assets

	As at 30 June 2026	As at 31 March 2026
Current (unsecured, considered good unless stated otherwise)		
Balances with government authorities	2,753	2,459
Advances recoverable	73	26
Contract assets*	950	229
Prepaid expenses	8	90
Total	**3,784**	**2,804**

*Refer note 26 for transaction with related parties.

(All amounts are in thousands (₹) unless otherwise stated)

10 Share capital

a) Equity Share Capital

	Number of shares	Amount
Authorised equity share capital (INR 10 per share)		
As at 1 April 2025	1,00,000	1,000
Issued during the year	-	-
As at 31 March 2026	**1,00,000**	**1,000**
Issued during the period	-	-
As at 30 June 2026	**1,00,000**	**1,000**

Issued equity share capital (Subscribed and fully paid up) (INR 10 per share)	Number of shares	Amount
As at 1 April 2025	1,00,000	1,000
Issued during the year	-	-
As at 31 March 2026	**1,00,000**	**1,000**
Issued during the period	-	-
As at 30 June 2026	**1,00,000**	**1,000**

i.) Terms/ rights attached to equity shares:

1) The Company has only one class of equity shares having a par value of INR 10 per share. Each holder of equity is entitled to one vote per share.

2) In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b) Instruments entirely equity in nature

i). 0.001% Compulsory Convertible Preference Shares

Authorised 0.001% Compulsory Convertible Preference Share Capital (INR 10 Per Share)	Number of shares	Amount
As at 1 April 2025	**9,00,000**	**9,000**
Issued during the period	40,00,000	40,000
As at 31 March 2026	**49,00,000**	**49,000**
Issued during the period	-	-
As at 30 June 2026	**49,00,000**	**49,000**

Issued 0.001% cumulative convertible preference share capital (Subscribed and fully paid up) (INR 10 per share)	Number of shares	Amount
As at 1 April 2025	7,50,000	7,500
Issued during the year	-	-
As at 31 March 2026	**7,50,000**	**7,500**
Issued during the period	-	-
As at 30 June 2026	**7,50,000**	**7,500**

Terms/ rights attached to Cumulative Convertible Preference Shares:
1) During the period ended March 31, 2025, the Company has issued only one class of preference shares i.e. 0.001% Compulsorily Convertible Preference Shares (CCPS). CCPS carry a preferential right vis-à-vis Equity Shares of the Company with respect to payment of dividend and repayment in case of a winding up; the CCPS shall be participating in the surplus funds; the CCPS shall be participating in surplus assets and profits, on winding- up which may remain after the entire capital has been repaid; the CCPS will be entitled to dividend, if declared by the Board of Directors.
2) CCPS will be convertible into equity share of the Company at 1:1 ratio before any time within 20 years from the date of allotment of CCPS as permissible under applicable law.

ii). 0.0001% Compulsory Convertible Debentures

Issued 0.0001% Compulsory Convertible Debentures (Subscribed and fully paid up) (INR 10 per share)	Number of shares	Amount
As at 1 April 2025	-	-
Issued during the year	25,00,000	25,000
As at 31 March 2026	**25,00,000**	**25,000**
Issued during the period	-	-
As at 30 June 2026	**25,00,000**	**25,000**

iii). 0.001% Optionally Convertible Debentures

Issued 0.001% Optionally Convertible Debentures (Subscribed and fully paid up) (INR 10 per share)	Number of shares	Amount
As at 1 April 2025	-	-
Issued during the year	24,00,000	24,000
As at 31 March 2026	**24,00,000**	**24,000**
Issued during the period	-	-
As at 30 June 2026	**24,00,000**	**24,000**
Total share capital	**56,50,000**	**56,500**

Terms/ rights attached to Compulsory Convertible Debentures & Optionally Convertible Debentures
1) 25,00,000 0.0001% Compulsory Convertible Debentures (CCD) to Indiamart Intermesh Limited of INR 10/-each at par aggregating to Rs. 2,50,00,000/-. The debentures carry interest at 0.0001% on cumulative basis payable at the discretion of the issuer, from time to time, till the conversion. Each CCD shall be convertible into Equity Shares in the ratio of 1:1 before any time within 10 years from the date of allotment of CCD's as permissible under applicable law.

2) 24,00,000 0.001% Optional Convertible Debentures (OCD) to Indiamart Intermesh Limited of INR 10/- each at securities premium of INR 15/- each aggregating to Rs. 6,00,00,000/-. The debentures carry interest at 0.001% on non-cumulative basis payable at the discretion of the issuer,from time to time, until conversion / Redemption. Each OCD shall be optionally convertible/redeemable at the sole discretion of the issuer in the ratio of 1:1.

(All amounts are in thousands (₹) unless otherwise stated)

11 Other equity

	As at 30 June 2026	As at 31 March 2026
Retained Earnings	(44,405)	(42,642)
Securities premium	36,000	36,000
Total	**(8,405)**	**(6,642)**

Nature and purpose of reserves and surplus
i.) Retained Earnings: It represents the amount of accumulated earnings of the Company.
ii.) Securities premium: The securities premium account is used to record the premium on issue of debentures and is utilised in accordance with the provisions of the Companies Act, 2013.

12 Trade payables

	As at 30 June 2026	As at 31 March 2026
At amortised cost		
Due to micro enterprise and small enterprise	-	-
Due to others than MSME	2	4
Accrued expenses*	679	987
Total	**681**	**991**

*Includes amounts due to related party (refer note no. 26)

13 Other financial liabilities

	As at 30 June 2026	As at 31 March 2026
Payable to employees	115	703
Total	**115**	**703**

14 Provisions

	As at 30 June 2026	As at 31 March 2026
Non-Current		
Provision for employees benefits		
Provision for gratuity	350	415
Provision for leave encashment	55	98
Total	**405**	**513**
Current		
Provision for employees benefits		
Provision for gratuity	1	1
Provision for leave encashment	13	13
Total	**14**	**14**

15 Other current liabilities

	As at 30 June 2026	As at 31 March 2026
Statutory dues		
TDS payable	58	472
GST payable	-	1
Others	24	59
Total	**82**	**532**

(All amounts are in thousands (₹) unless otherwise stated)

16 Revenue from operations	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Sale of Services		
Income from services rendered	2,020	191
Total	**2,020**	**191**

Since the Company does not have any contract liabilities at the reporting date; therefore, the revenue expected to be recognised in the future related to performance obligation is nil.

17 Other income	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Interest income on financial assets measured at amortised cost		
- on fixed deposit with banks	770	40
Other miscellaneous income	46	-
Total	**816**	**40**

18 Employee benefits expense	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Salaries, wages and bonus	1,701	3,294
Leave encashment expense	-	32
Gratuity expenses	75	59
Contribution to provident and other funds	33	36
Staff welfare expenses	-	35
Total	**1,809**	**3,456**

19 Depreciation and Amortisation expense	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Depreciation of property, plant and equipment (refer note 4)	64	3
Amortisation of intangible assets (refer note 5)	119	178
Total	**183**	**181**

20 Other expenses	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Rent Expenses	127	227
Internet and other online expenses	167	38
Legal and professional fees	257	296
Auditor's remuneration	50	38
Rates & Taxes	2	2
Outsource Employee cost	1,448	973
Content development cost	180	381
Referral Fee	87	57
Directors' sitting fees	200	200
Insurance expenses	35	-
Travelling cost	-	3
Miscellaneous expenses	27	16
Technical and operational support	27	1,120
Total	**2,607**	**3,351**

(All amounts are in thousands (₹) unless otherwise stated)

21 Defined benefit plan and other long-term employee benefit plan

The Company has a defined benefit gratuity plan. Every employee who has completed statutory defined period of service gets a gratuity on departure in accordance with Payment of Gratuity Act, 1972. The scheme is funded with insurance company in form of qualifying insurance policy. This defined benefit plan exposes the Company to actuarial risks, such as longevity risk, interest rate.

The amount included in the balance sheet arising from the Company's obligation in respect of its gratuity plan and leave encashment is as follows:

Gratuity - defined benefit plan

	As at 30 June 2026	As at 31 March 2026
Present value of defined benefit obligation	574	639
Fair value of plan assets	(223)	(223)
Net liability arising from defined benefit obligation	**351**	**416**

Leave encashment - other long-term employee benefit plan

	As at 30 June 2026	As at 31 March 2026
Present value of other long-term empoyee benefit plan	68	111
Net liability arising from other long-term employee benefit	**68**	**111**

(All amounts are in thousands (₹) unless otherwise stated)

22 Earnings per share

Basic EPS amounts are calculated by dividing the loss for the period attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted EPS are calculated by dividing the loss for the period attributable to the equity holders of the Company by weighted average number of Equity shares outstanding during the period the weighted average number of equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the loss and share data used in the basic and diluted extend computations	**For the quarter ended 30 June 2026**	**For the quarter ended 30 June 2025**
Basic loss per share		
Loss for the period attributable to owners of the Company [A]	(1,763)	(6,757)
Weighted average number of equity shares for the purposes of basic EPS [B]	1,00,000	1,00,000
Basic earning per share (face value of ₹10 per share) [A/B]	**(17.63)**	**(67.57)**
There are no potential equity instruments, Diluted EPS is equivalent to Basic EPS		
Diluted loss per share		
Loss for the period attributable to owners of the Company [A]	(1,763)	(6,757)
Weighted average number of equity shares for the purposes of basic EPS [B]	1,00,000	1,00,000
Potential equity shares in the form of Convertible Preference Shares[C]	7,50,000	7,50,000
Potential equity shares in the form of Compulsory Convertible Debentures (classified as equity)[D]	25,00,000	-
Potential equity shares in the form of Optionally Convertible Debentures (classified as equity)[E]	24,00,000	-
Total no. of shares outstanding (including dilution) F= [B+C+D+E]	**57,50,000**	**8,50,000**
Diluted loss per share (face value of ₹ 10 per share) [A/F] *	**(17.63)**	**(67.57)**

* The impact of potential equity shares on diluted earning per share is anti-dilutive, hence the potential equity shares are ignored in the calculation of diluted loss per share and the diluted loss per share is the same as basic loss per share.

(All amounts are in thousands (₹) unless otherwise stated)

23 Fair value measurement

a) Category wise details as to carrying value, fair value and the level of fair value measurement hierarchy of the Company's financial instruments are as follows:

Particulars	As at 30 June 2026	As at 31 March 2026
Financial assets		
Measured at Amortised cost		
Cash and cash equivalents	1,695	839
Trade receivables	982	256
Deposit with bank	42,263	47,920
Total financial assets	**44,940**	**49,015**
Financial liabilities		
Measured at Amortised cost		
Trade payables	681	991
Other financial liabilities	115	703
Total financial liabilities	**796**	**1,694**

b) The following methods / assumptions were used to estimate the fair values:

i) The carrying value of cash and cash equivalents, trade receivables, trade payables, other financial liabilities and other financial assets measured at amortised cost approximate their fair value due to the short-term maturities of these instruments. These have been assessed basis counterparty credit risk.

24 Capital management

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the returns to stakeholders through the optimisation of the borrowings and equity balance.

The Company is not subject to any externally imposed capital requirements.

The Company reviews the capital structure on a regular basis. As part of this review, the Company considers the cost of capital, risks associated with each class of capital requirements and maintenance of adequate liquidity.

25 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has only one business segment i.e. to provide a digital marketplace and/or marketing platform to its customer for facilitating financial management". Hence the Company falls within a single operating

(All amounts are in thousands (₹) unless otherwise stated)

26 Related party transactions

i) Names of related parties and related party relationship

a) Holding Company	Indiamart Intermesh Limited

b) Individuals owning directly or indirectly, an interest in the voting power of the Company that gives them Significant Influence over the Company and Key Management Personnel (KMP)

(i) Prateek Chandra	Director
(ii) Jitin Diwan	Director (w.e.f 18 June 2026)
(iii) Nitin Jain	Director (upto 11 May 2026)
(iv) Abhishek Kothari	Independent director (w.e.f 21 April 2025)
(v) Samir Amrit Shah	Independent director (w.e.f 21 April 2025)

ii) Related Party Transactions
The following table provides the total amount of transactions that have been entered into with the related parties for the relevant financial period:

Particulars	For the quarter ended 30 June 2026	For the quarter ended 30 June 2025
Holding company		
Expenses		
Rent	127	227
Legal & Professional Fees	75	75
Software Expenses	165	2
Purchase of fixed assets	-	158
Internet and other online expenses	-	9
Referral Fee	87	57
Director Sitting Fees	200	200
Sale of Services		
Rendering of marketing services	1,542	-

iii) The following table discloses amounts due to related parties at the relevant period/year end:

Particulars	As at 30 June 2026	As at 31 March 2026
Holding company		
0.0001% Compulsory Convertible Debentures (CCD) (classified as Equity)	25,000	25,000
0.001% Optionally Convertible Debentures (OCD) (classified as Equity)	24,000	24,000
Trade payables(including accruals)	46	67
Contract assets	783	-
Trade receivables	895	-

Terms and conditions of transactions with related parties
The transactions with related parties are entered on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

27 Contingent liabilities
- As at 30 June 2026, the Company has NIL contingent liabilities (31 March 2026: NIL).

28 Capital and other commitments
- As at 30 June 2026, the Company has NIL capital commitment (31 March 2026: NIL).

29 The Government of India has notified provisions of The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and The Occupational Safety, Health & Working conditions code, 2020 ("Labour Codes") subsuming 29 existing labour laws, which introduce changes to, inter alia, the definition of wages and the eligibility criteria for statutory employee benefits. These Codes have been made effective from 21 November 2025; however, the corresponding rules thereunder are yet to be notified.

Pursuant to the above, the Company has carried out an impact assessment in previous year ended 31 March 2026 and recognised the expense in accordance with Ind AS 19 – Employee Benefits.

The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the period in which they are notified.

30 Events after the reporting period

The Company has evaluated all the subsequent events through 15 July 2026 which is the date on which these financial statements were issued, and no events have occurred from the balance sheet date through that date.

As per our report of even date attached

For J. C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No. 001111N

Akhil Bhalla Digitally signed by Akhil Bhalla Date: 2026.07.15 12:06:54 +05'30'

Akhil Bhalla
(Partner)
Membership No. 505002

Place: Noida
Date: 15 July 2026

For and on behalf of the Board of Directors
IIL Digital Private Limited
CIN: U63111DL2024PTC435856

Jitin Diwan Digitally signed by Jitin Diwan Date: 2026.07.15 11:51:03 +05'30'

Jitin Diwan
Director
DIN: 11759377

Place: Noida
Date: 15 July 2026

PRATEEK CHANDRA Digitally signed by PRATEEK CHANDRA Date: 2026.07.15 11:53:41 +05'30'

Prateek Chandra
Director
DIN: 00356853

Place: Noida
Date: 15 July 2026