

VLEG/C&L/2025/03

31st October, 2025

To,

BSE Limited, Department of Corporate Relationship Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 BSE Scrip Code: 543958	National Stock Exchange of India Limited, Department of Corporate Relationship Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Symbol: VLEGOV
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Sub: Outcome of Board Meeting held on Friday, 31st October, 2025

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (“SEBI”) (**Listing Obligations and Disclosure Requirements**) Regulations, 2015 (“**Listing Regulations**”), this is to inform you that the Board at its meeting held today, i.e. Friday, 31st October, 2025 inter alia, approved the following:

1. Approval of Unaudited Financial Results (Standalone) for the Quarter and Half year ended 30th September, 2025

A Copy of Unaudited Financial Results (Standalone) of the Company for the Quarter and Half Year ended 30th September, 2025 of the Financial Year 2025–26, along with the Limited Review Report issued by the Statutory Auditors is enclosed herewith as **Annexure I**.

The aforesaid financial results have been duly reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held today, i.e. Friday, 31st October, 2025.

We would like to further inform you that the Statutory Auditors of the Company have conducted a Limited Review of the aforesaid financial results.

2. Appointment of Mr. Parth Solanki as Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company

Pursuant to Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (**Listing Obligations and Disclosure Requirements**) Regulations, 2015 (“**Listing Regulations**”), this is to inform that on the recommendation of Nomination and Remuneration Committee of the Company, the Board of Directors at their Meeting held today i.e. Friday, 31st October, 2025, has appointed Mr. Parth Solanki (**Membership Number A78034**) as the Company Secretary and Compliance Officer (**Key Managerial Personnel**) of the Company with effect from 31st October, 2025.

Details with respect to Change in Key Managerial Personnel (**Appointment of Company Secretary and Compliance Officer**) as required under Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations and SEBI SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, as amended is provided in **Annexure II** to this letter.

The same may please be taken on record and suitably disseminated to all the concerned.

The Board Meeting Commenced at 11:00 A.M and concluded at 12:30 P.M

Thanking You,

Yours Sincerely,

For VL E- Governance & IT Solutions Limited

Nishikant Kishanrao Hayatnagarkar

Executive Director, Chairperson

DIN: 00062638

Encl.: As above



B K G & Associates

Chartered Accountants

1/12, Ramesh Bhavan, 89, Tamba Kanta, Mumbai-400003
+919322236105, 022-23446761

Independent Auditor's Review Report on Unaudited Standalone Financial Results of VL e-Governance & IT Solutions Limited for the Quarter and Half Year Ended September 30, 2025 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**TO THE BOARD OF DIRECTORS OF
VL e-GOVERNANCE & IT SOLUTIONS LIMITED**

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **VL e-Governance & IT Solutions Limited**, ("the Company") for the quarter and half year ended September 30, 2025 ("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. ("the Regulation").
2. This Statement, which 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 thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards 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.

Our conclusion on the Statement is not modified in respect of the above matter.

For B K G & Associates
Chartered Accountants
Firm Registration Number: 114852W

Girdharilal
Gopilal Gupta

(G.L Gupta)
Partner
Membership Number : 034914
UDIN : 25034914BMULEX1076

Place : Mumbai
Date : October 31, 2025



VL e-GOVERNANCE & IT SOLUTIONS LIMITED

CIN : L74110MH2016PLC274618

Plot No.93, Vakrangee Corporate House, Road No.16, M.I.D.C. Marol

Andheri East, Mumbai, Maharashtra-400093

Website : <https://vlegovernance.in> ; Email : info@vlegovernance.in ; Phone : 02267765100

STATEMENT OF UN-AUDITED FINANCIAL RESULT FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2025

(₹ in Lakhs except EPS)

S. No.	Particulars	For the Quarter ended			For the Half year ended		For the year ended
		30-Sep-25	30-Jun-25	30-Sep-24	30-Sep-25	30-Sep-24	31-Mar-25
		(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Audited)
		(1)	(2)	(3)	(4)	(5)	(6)
1	Income						
	Revenue from operations	325.19	823.70	799.03	1,148.89	1,050.35	3,068.86
	Other Income	5.44	37.72	12.29	43.16	15.16	169.93
	Total Income	330.63	861.42	811.32	1,192.05	1,065.51	3,238.79
2	Expenses						
	Purchase of stock in trade and other operating expenditure	325.18	723.70	637.17	1,048.88	780.53	2,568.65
	Changes in inventories of stock-in-trade	-	-	-	-	-	-
	Employee benefits expense	31.93	37.98	72.98	69.91	98.23	275.24
	Finance costs	-	-	-	-	-	-
	Depreciation and amortisation expense	3.43	3.35	0.03	6.78	0.06	3.84
	Other expenses	21.83	26.31	19.94	48.14	44.18	251.01
	Total Expenses	382.37	791.34	730.12	1,173.71	923.00	3,098.74
3	Profit before tax & Exceptional item (1-2)	(51.74)	70.08	81.20	18.34	142.51	140.05
4	Exceptional Item	-	-	-	-	-	2,51,841.28
5	Profit before tax (3-4)	(51.74)	70.08	81.20	18.34	142.51	(2,51,701.23)
6	Tax expense						
	Current tax	-	-	-	-	-	-
	Deferred tax	0.64	0.66	0.01	1.30	0.02	2.02
	Total tax expenses	0.64	0.66	0.01	1.30	0.02	2.02
7	Profit for the period / year (5-6)	(52.38)	69.42	81.19	17.04	142.49	(2,51,703.25)
8	Other comprehensive income (OCI) / (expenses)						
	Items that will be reclassified to profit or loss						
	Exchange difference on translation of foreign operations	-	-	-	-	-	-
	Items that will not be reclassified to profit or loss						
	Remeasurement of net defined benefit obligations (net of taxes)	-	-	-	-	-	-
	Total other comprehensive income / (expenses) for the period	-	-	-	-	-	-
9	Total Comprehensive Income for the Period / Year (7+8)	(52.38)	69.42	81.19	17.04	142.49	(2,51,703.25)
10	Paid up equity share capital (face value Rs. 10/- each)	10,845.13	10,845.13	10,595.13	10,845.13	10,595.13	10,845.13
11	Other Equity excluding revaluation reserves	-	-	-	-	-	(6,275.48)
12	Earnings per Share (EPS) (not annualised)						
	(a) Basic	(0.05)	0.06	0.08	0.02	0.13	(236.42)
	(b) Diluted	(0.05)	0.06	0.08	0.02	0.13	(215.25)



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Notes to the Un-Audited financial results for the Quarter and Half Year ended September 30, 2025:

- 1 The above Un-Audited financial results for the Quarter and half Year ended September 30, 2025, have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 31, 2025. The Company confirms that its statutory auditors have issued the Limited Review Report with unmodified opinion on the financial results for the Quarter and half Year ended September 30, 2025.
- 2 These results have been prepared on the basis of standalone financial statements, which are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- 3 As per Indian Accounting Standard (IndAS) 108 "Operating Segment", the Company's business falls within a single business segment viz. "E-Governance & IT/ITES Business(B2B)" and thus Segmental Report for the Quarter ended is not applicable to the Company.
- 4 The figures of the previous year / period have been regrouped / rearranged / recast to render the comparable with the figures of the current period.
- 5 The above results of the Company are available on the Company's website "<https://www.vlegovernance.in>" and also on "www.nseindia.com" and "www.bseindia.com".

For and on behalf of the Board of Directors

Sanjay
Nandwana

Sanjay Nandwana
Managing Director
DIN : 03565954

Place : Mumbai

Date : October 31, 2025

VL e-Governance & IT Solutions Limited

Statement of Cash flows for the year ended September 30, 2025

(₹ in lakhs)

Particulars	For the period ended September 30, 2025	For the period ended March 31, 2025
<u>Cash flow from operating activities</u>		
Profit before tax and Exceptional Item from continuing operations	18.33	140.06
Non-cash adjustment to reconcile the profit before tax to net cash flows		
- Allowance for credit losses shown as Exceptional Items	-	(2,51,841.28)
- Interest Income	(43.16)	(90.18)
- Foreign Exchange Gain/(Loss)	-	(79.75)
- Writte down of Contractual assets shown as Exceptional Items	-	-
Depreciation of property, plant and equipment	6.78	3.84
Operating profit before working capital changes	(18.05)	(2,51,867.31)
Movements in assets and liabilities :		
- Increase/(Decrease) in Trade payables	(6.94)	(1,509.80)
- Increase/(Decrease) in Other current liabilities	(5.98)	29.38
- Increase/(Decrease) in Provisions	(10.06)	3.28
- Increase/(Decrease) in Other payables	(5.80)	(9.85)
- (Increase)/Decrease in Trade Receivables	(118.00)	1,15,911.54
- (Increase)/Decrease in Other Non-Current financial assets	(4,000.00)	3,013.23
- (Increase)/Decrease in Other Current financial assets	5.02	1,32,751.55
- (Increase)/Decrease in Bank Balances other than Cash and Cash equivalent	3,903.18	(4,300.00)
- (Increase)/Decrease in Other current assets	11.62	(34.72)
Cash generated from /(used in) operations	(245.00)	(6,012.70)
Income taxes paid (net of refunds)	-	-
Net cash flow used in operating activities (A)	(245.00)	(6,012.70)
<u>Cash flows from investing activities</u>		
Interest received	43.16	90.18
Purchase of Assets	(13.73)	(238.34)
Loan granted to Group company (Foreign Exchange Gain)	-	79.75
Net cash flow used in investing activities (B)	29.44	(68.42)
<u>Cash flows from financing activities</u>		
Proceeds from Prefrential issue of warrants converted into Equity	-	1,875.00
Application money received against share warrants	-	9,556.05
Repayment of borrowings	-	(5,108.86)
Net cash flow from financing activities (C)	-	6,322.19
Net increase in cash and cash equivalents (A + B + C)	(215.57)	241.07
Cash and cash equivalents at the beginning of the period	246.42	5.35
Cash and cash equivalents at the end of the period	30.85	246.42

Annexure II

Details with respect to Change in Key Managerial Personnel (Appointment of Company Secretary and Compliance Officer) under Regulation 30 read with Part A of Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024:

Sr. No	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Parth Solanki (Membership Number A78034) as Company Secretary & Compliance Officer of the Company.
2.	Date of appointment /re-appointment/cessation (as applicable) & term of appointment /re-appointment	Date of Appointment: 31 st October, 2025 Term of Appointment: Not Applicable
3.	Brief profile (in case of appointment)	Mr. Parth Solanki, a Qualified Company Secretary and Associate Member of the Institute of Company Secretaries of India (Membership No. A78034), holds a bachelor's degree in commerce and has over two years of experience in corporate secretarial and compliance functions. He is skilled in corporate governance, regulatory compliance under the Companies Act, 2013, and SEBI Listing Obligations, as well as managing Board and committee meetings, maintaining statutory registers, timely regulatory filings, and stakeholder liaison.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable