



Mirza International Limited

Registered & Head Office:

A-71, Sector-136, Noida

Uttar Pradesh, India-201301

Ph. +91 0120 7158766

CIN : L19129UP1979PLC004821

Email : marketing@mirzaindia.com

Website : www.mirza.co.in

November 8, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Scrip Code: 526642

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

NSE symbol: MIRZAIN

Dear Sir,

Sub.: Outcome of Board Meeting

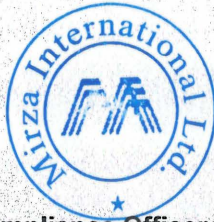
Further to our letter dated November 3, 2025, the Board of Directors of the Company in its Meeting held on Saturday, November 8, 2025 approved, *inter-alia* the Unaudited Financial Results (Standalone and Consolidated) for the quarter and half year ended September 30, 2025 and Auditors' Limited Review Report on the aforesaid Unaudited Financial Results of the Company. A copy of the said results (Standalone and Consolidated) along with Report is enclosed herewith in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Meeting of the Board of Directors commenced at 12:30 p.m. and concluded at 02:00 p.m.

For **Mirza International Limited**

Harshita Nagar

Company Secretary & Compliance Officer

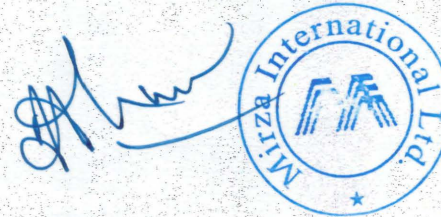


Encl.: As above.

MIRZA INTERNATIONAL LIMITED
 Regd. Office : A-71, SECTOR-136, NOIDA, GAUTAM BUDDHA NAGAR-201301
 CIN- L19129UP1979PLC004821
 Website: www.mirza.co.in E-mail: compliance@mirzaindia.com

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2025

(Rupees in Lakh except Earning per share)													
		Standalone						Consolidated					
		Quarter Ended			Half Year Ended		Year Ended	Quarter Ended			Half Year Ended		Year Ended
Sr. No.	Particulars	30.09.2025 (Un-audited)	30.06.2025 (Un-audited)	30.09.2024 (Un-audited)	30.09.2025 (Un-audited)	30.09.2024 (Un-audited)	31.03.2025 (Audited)	30.09.2025 (Un-audited)	30.06.2025 (Un-audited)	30.09.2024 (Un-audited)	30.09.2025 (Un-audited)	30.09.2024 (Un-audited)	31.03.2025 (Audited)
I	Revenue from Operations	16955.65	14142.04	19783.91	31097.69	33495.98	56958.40	16435.94	14210.55	20139.13	30646.49	34490.28	58122.71
II	Other Income												
	Gains on Tenmination on Lease Contracts - IND AS 116	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Others	39.96	29.40	11.73	69.36	24.54	66.12	57.81	47.03	30.91	104.83	52.29	152.15
III	Total Income (I+II)	16995.61	14171.44	19795.63	31167.05	33520.51	57024.52	16493.75	14257.58	20170.03	30751.33	34542.56	58274.86
IV	Expenses:												
a	Cost of material consumed	6715.79	5634.59	7015.54	12350.38	14297.12	25080.22	6565.27	5804.87	7166.38	12370.14	14454.16	25424.93
b	Purchase of Stock-in-Trade	2778.30	2218.26	2987.41	4996.56	4812.04	8392.51	2713.60	2232.19	2905.34	4945.79	4943.55	8483.86
c	Change in inventories of finished goods, work-in-progress and Stock-in-Trade	1266.40	307.96	2387.71	1574.36	1151.26	923.52	815.60	(273.73)	2117.00	541.87	1073.40	406.21
d	Employee Benefit Expenses	1991.15	1798.42	2165.44	3789.57	4219.02	7922.95	2189.13	1961.39	2398.53	4150.52	4586.38	8627.06
e	Finance Costs	218.44	208.05	255.39	426.50	381.27	902.22	227.35	229.46	259.25	456.81	423.65	1060.55
f	Depreciation and amortization expenses	786.27	793.06	722.84	1579.33	1516.17	3040.07	790.62	797.34	728.37	1587.96	1526.72	3061.27
g	Other Expenses	2747.45	2935.79	3836.18	5683.24	6562.78	11236.84	2884.37	3216.78	3863.32	6101.15	6692.61	11566.09
	Total Expenses (IV)	16503.81	13896.12	19370.52	30399.95	32939.67	57498.33	16185.95	13968.30	19438.21	30154.25	33700.49	58629.97
V	Profit / (loss) before exceptional items and tax (III-IV)	491.79	275.32	425.11	767.10	580.84	(473.81)	307.80	289.28	731.82	597.08	842.07	(355.11)
VI	Exceptional Items	0.00	1861.44		1861.44			0.00	1861.44		1861.44		
VII	Share of Profit/ (Loss) of Associates and Joint Ventures												
VIII	Profit / (loss) before tax (V-VI-VII)	491.79	2136.76	425.11	2628.54	580.84	(473.81)	307.80	2150.72	731.82	2458.52	842.07	(355.11)
IX	Tax Expenses												
	(1) Current Tax	88.00	377.00	149.00	465.00	224.00	0.00	88.00	377.00	144.56	465.00	219.56	56.51
	(2) Deferred Tax	5.00	(7.00)	(2.46)	(2.00)	(31.40)	(75.00)	4.92	(7.12)	(2.46)	(2.20)	(31.40)	(57.24)
X	Profit for the period (VIII-IX)	398.79	1766.76	278.57	2165.54	388.24	(398.81)	214.88	1780.84	589.72	1995.72	653.91	(354.38)
XI	Other comprehensive income, net of income tax	(33.60)	(633.20)	(967.56)	(666.80)	(913.34)	(144.60)	13.44	(533.92)	(981.49)	(520.48)	(909.64)	(62.51)
a	Items that will not be reclassified to profit or loss	0.00	0.00		0.00		(50.59)	47.05	99.28	3.70	146.33	3.70	31.50
b	Items that will be reclassified to profit or loss	(33.60)	(633.20)	(967.56)	(666.80)	(913.34)	(94.01)	(33.60)	(633.20)	(985.19)	(666.80)	(913.34)	(94.01)
XII	Total Comprehensive Income for the period (X+XI)	365.19	1133.56	(688.98)	1498.74	(525.10)	(543.41)	228.32	1246.92	(391.77)	1475.24	(255.73)	(416.89)
XIII	Paid-up Equity Share Capital (Face Value of Rs. 2 each)	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04	2764.04
XIV	Other Equity excluding Revaluation Reserve				45273.17	43693.63	43614.37				54911.13	52516.74	53672.72
XV	Earning Per Share (EPS)												
(i)	Basic	0.29	1.28	0.20	1.57	0.28	(0.29)	0.16	1.29	0.43	1.44	0.47	(0.26)
(ii)	Diluted	0.29	1.28	0.20	1.57	0.28	(0.29)	0.16	1.29	0.43	1.44	0.47	(0.26)



SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES

(Rs. In Lakh)

Particulars	Standalone						Consolidated					
	Quarter Ended			Half Year Ended		Year Ended	Quarter Ended			Half Year Ended		Year Ended
	30.09.2025	30.06.2025	30.09.2024	30.09.2025	30.09.2024	31.03.2025	30.09.2025	30.06.2025	30.09.2024	30.09.2025	30.09.2024	31.03.2025
	(Un-audited)	(Un-audited)	(Un-audited)	(Un-audited)	(Un-audited)	(Audited)	(Un-audited)	(Un-audited)	(Un-audited)	(Un-audited)	(Un-audited)	(Audited)
Segment Revenue												
Segment (A)												
(A1) Footwear- Domestic & Export Sale	15367.72	12048.48	18208.01	27416.20	29958.30	51313.60	14865.87	12134.61	18551.64	27000.48	30925.42	52563.94
Segment (B)												
(A2) Tannery- Domestic & Export Sale	2182.70	4597.38	2931.32	6780.08	6599.05	10358.91	2182.70	4597.38	2931.32	6780.08	6599.05	10358.91
Segment (C)												
Unallocated	39.95	1890.85	11.73	1930.80	24.54	66.12	39.95	1890.85	42.49	1930.80	79.46	66.12
Total	17590.37	18536.71	21151.06	36127.08	36581.89	61738.63	17088.52	18622.84	21525.45	35711.36	37603.93	62988.97
Less : Inter Segment Revenue	594.77	2503.82	1355.42	3098.59	3061.37	4714.11	594.77	2503.82	1355.42	3098.59	3061.37	4714.11
Income from operations	16995.61	16032.88	19795.63	33028.49	33520.51	57024.52	16493.75	16119.02	20170.03	32612.76	34542.56	58274.86
Segment Results (Profit before interest & tax)												
Segment (A)												
(A1) Footwear- Domestic & Export Sale	1256.57	686.99	1562.47	1943.56	2042.82	3487.22	1072.59	700.95	1794.89	1773.54	2242.91	3605.92
Segment (B)												
(A2) Tannery- Domestic & Export Sale	(389.01)	39.42	(537.44)	(349.59)	(541.17)	(1915.60)	(389.01)	39.42	(537.44)	(349.59)	(541.17)	(1915.60)
Segment (C)												
Unallocated	39.95	1890.85	11.73	1930.80	24.54	66.12	39.95	1890.85	42.49	1930.80	79.46	66.12
Total	907.51	2617.26	1036.76	3524.77	1526.19	1637.74	723.53	2631.22	1299.94	3354.75	1781.20	1756.44
Less: Interest	218.44	208.06	255.39	426.50	381.27	902.22	218.44	208.06	215.02	426.50	379.42	902.22
Less: Unallocable expenditure net of other unallocable income	197.28	272.44	356.26	469.73	564.08	1209.33	197.30	272.44	353.1	469.74	559.71	1209.33
Total Profit /(Loss) Before Tax	491.79	2136.76	425.11	2628.54	580.84	(473.81)	307.80	2150.72	731.82	2458.52	842.07	(355.11)
Segment Assets												
Segment (A)												
(A1) Footwear- Domestic & Export Sale	44506.65	43806.09	42963.30	44506.65	42963.30	38424.87	57304.32	57275.67	54593.74	57304.32	54593.74	52623.96
Segment (B)												
(A2) Tannery- Domestic & Export Sale	12794.56	13107.82	14916.07	12794.56	14916.07	15549.90	12794.56	13107.82	14916.07	12794.56	14916.07	15549.90
Segment (C)												
Unallocated	4917.53	4624.97	2261.76	4917.53	2261.76	5255.16	4917.53	4624.97	3638.91	4917.53	3638.91	5255.16
Total	62218.74	61538.88	60141.13	62218.74	60141.13	59229.93	75016.41	75008.46	73148.72	75016.41	73148.72	73429.02
Segment Liabilities												
Segment (A)												
(A1) Footwear- Domestic & Export Sale	9078.28	8169.63	7728.39	9078.28	7728.39	5745.81	12238.29	11619.20	12107.70	12238.29	12107.70	9886.55
Segment (B)												
(A2) Tannery- Domestic & Export Sale	3560.37	3484.62	3957.87	3560.37	3957.87	5966.13	3560.37	3484.62	3957.87	3560.37	3957.87	5966.13
Segment (C)												
Unallocated	1542.88	2362.99	1997.19	1542.88	1997.19	1139.58	1542.88	2362.99	1802.37	1542.88	1802.37	1139.58
Total	14181.53	14017.24	13683.45	14181.53	13683.45	12851.52	17341.54	17466.81	17867.94	17341.54	17867.94	16992.26



NOTES:

- 1 The above Standalone and Consolidated Ind AS Financial Results for quarter and half-year ended September 30, 2025, were reviewed by Audit Committee and subsequently approved by the Board of Directors at their meeting held today. The Statutory auditors have conducted a limited review of the above unaudited financial results and have expressed an unmodified report on the same.
- 2 The above Consolidated Financial Results of Mirza International Limited (The Company) and its Wholly Owned Subsidiaries (WOS) RTS Fashion Limited., Genesis Brands Private Limited and Genesis Brands Inc. USA, are drawn in terms of Regulation 33 of SEBI (LODR) Regulations, 2015.
- 3 The statement have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind As) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- 4 The format of above Financial Results were prepared in accordance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended read with circular no. CIR/CFD/CMD1/44/2019 dated March 29, 2019.
- 5 Company has already adopted Ind AS 116 in respect of its lease assets. In order to align with the Ind AS 116, Company preferred to recognise all its lease hold assets as per Ind AS 116. Due to adoption of Ind AS 116, rent expenses is reduced by Rs. 19.38 Lacs, whereas depreciation & finance cost is up by Rs. 19.08 Lacs & Rs. 18.02 Lacs respectively & the company has reassessed the Asset/Liabilities under Ind AS 116 "Leases", resulting into increase in profit before tax of Rs. 17.72 Lacs for the period ended on 30.09.2025.
- 6 Company has already adopted Ind AS 116 in respect of its lease assets. In order to align with the Ind AS 116, Company preferred to recognise all its lease hold assets as per Ind AS 116. Due to adoption of Ind AS 116, rent expenses is reduced by Rs. 9.69 Lacs, whereas depreciation & finance cost is up by Rs. 9.54 Lacs & Rs. 9.01 Lacs respectively, & the company has reassessed the Asset/Liabilities under Ind AS 116 "Leases", resulting into Increase in profit before tax of Rs. 8.86 Lacs for the quarter ended on 30.09.2025
- 7 The Board of Directors in its meeting held on May 24, 2025 has approved the Scheme of Amalgamation of RTS Fashion Limited (the Transferor Company) with Mirza International Limited (the Transferee Company). Subject to necessary approvals. The Transferor Company - RTS Fashion Limited is a foreign company having its registered office in Dubai, the United Arab Emirates. Since the Transferor Company, no new share will be issued pursuant to the Scheme of Amalgamation. the Company has already filed the requisite Application. The Company has already filed the law Tribunal, Allahabad Bench, Prayagraj for necessary direction and order.
- 8 Figures for the previous period/year have been regrouped/rearranged, wherever necessary to make them comparable with current period figures.

Date: 08-11-2025

Place: Noida


ON BEHALF OF BOARD OF DIRECTORS

MANAGING DIRECTOR

STATEMENT OF ASSETS AND LIABILITIES		(Rs. in Lakh)			
		Standalone		Consolidated	
Particulars		As at	As at Year end	As at	As at Year end
		30.09.2025	31.03.2025	30.09.2025	31.03.2025
		(Un-audited)	(Audited)	(Un-audited)	(Audited)
ASSETS					
Non- current assets					
a	Property, Plant and Equipment	27707	29026	36755	38082
b	Capital work-in-progress	242	250	242	250
c	Right of Use Assests	2848	2867	2848	2867
d	Investment Property				
e	Goodwill	546	546	546	546
f	Other Intangible assets				
g	Intangible assets under development	-		-	-
h	Biological Assets other than bearer plants				
i	Financial Assets:				
	i. Investments	1075	1076	897	854
	ii. Trade receivables				
	iii. Loans				
	iii. Others (advances)	223	243	223	243
i	Deferred tax assets (net)				
j	Other non-current assets	85	106	85	106
	Sub-total- non-current assets	32726	34114	41596	42949
Current assets					
a	Inventories	10757	13329	14579	16120
b	Financial Assets:				
	i. Investments				
	ii. Trade receivables	12944	5990	12281	6679
	iii. Cash and cash equivalents	574	565	1214	1983
	iv. Bank balances other than (iii) above				
	iii. Loans				
	iii. Others (advances)				
c	Current Tax Assets (Net)				
d	Other current assets	5218	5235	5346	5698
	Sub-total- current assets	29493	25119	33420	30479
	TOTAL- ASSETS	62219	59233	75016	73428
EQUITY AND LIABILITIES					
Equity					
a)	Equity Share Capital	2764	2764	2764	2764
b)	Other Equity	45273	43611	54911	53672
	Non Controlling Interest			0	0
	Total Equity	48037	46375	57675	56436
LIABILITIES					
1	Non-current liabilities				
a	Financial Liabilities				
	i. Borrowings	-	-	-	-
	iii. Other financial liabilities (other than those specified in item (b), to be specified)				
b	Provisions	1076	1083	1074	1087
c	Deferred tax liabilities (Net)	1185	1187	2132	2064
d	Other non-current liabilities	580	564	580	564
	Sub-total Non-current liabilities	2841	2834	3785	3715
2	Current liabilities				
a	Financial Liabilities				
	i. Borrowings	1804	4230	2278	4777
	ii. Trade Payables				
	a. Micro enterprises and Small enterprises	3114	3333	3114	3333
	b. Other than Micro enterprises and Small enterprises	2997	919	4673	3527
	iii. Other financial liabilities (other than those specified in item (b), to be specified)	2232	1226	2293	1323
b	Other current liabilities	1097	219	1098	220
c	Provisions	97	97	100	97
d	Current Tax Liabilities (Net)				
	Sub-total-Current liabilities	11341	10024	13556	13277
	TOTAL- EQUITY AND LIABILITIES	62219	59233	75016	73428

Statement of Cash Flows for the period ended September 30, 2025

(Rs. in Lakh)

Sr. No.		Standalone			Consolidated		
		Half Year Ended	Year Ended		Half Year Ended	Year Ended	
		30.09.2025	30.09.2024	31.03.2025	30.09.2025	30.09.2024	31.03.2025
(A)	CASH FROM OPERATING ACTIVITIES						
	Net profit before tax	2629	642	(475)	2458	842	(355)
	Adjustments for						
	Add :						
	(Profit)/Loss on sale of Property, Plant & Equipment	(1897)	(55)	(106)	(1897)	(55)	(106)
	Depreciation & amortisation Expenses	1579	1514	3040	1588	1527	3061
	Finance cost	426	379	902	457	424	1061
		108	1838	3836	148	1896	4016
	Less :						
	Interest Income	0	60	24	0	2	45
	Dividend Income	0	0	0	0	0	0
	Income from Govt. Grant	13	13	25	13	13	25
	Reversal of Depreciation and Interest on Lease	0	0	0	0	0	0
	Operating Profit before Working Capital Changes	2724	2407	3312	2593	2723	3591
	Adjustments For						
	Trade & other Receivables	(6954)	469	2302	(5603)	14	1382
	Loans & Advances	77		(619)	392		(232)
	Inventory	2572	560	(158)	1541	481	(676)
	Trade Payables	1859	(1307)	(1754)	928	(511)	(755)
	Others	1909	(1207)	(665)	1921	(115)	(265)
	Cash Generated from Operations	2187	922	2418	1772	2593	3044
	Direct Taxes Paid	(422)	(250)	(270)	(607)	(256)	(220)
	Cash flow before extra ordinary items	1765	672	2148	1165	2337	2824
	Net Cash generated from Operating Activity	1765	672	2148	1165	2337	2824
(B)	CASH FLOW FROM INVESTING ACTIVITIES						
	Purchase of Property, Plant & Equipment	(801)	(1173)	(3435)	(801)	(1908)	(4659)
	Sales of Property, Plant & Equipment	2450	143	253	2449	142	252
	Interest Received	0	60	24	0	2	45
	Dividend Income	0	0	0	0	0	0
	Government grant received	13	13	25	13	13	25
	Purchase of Investment	1	(1)	(22)	(43)	(36)	(49)
	Reserve and OCI Impact	(548)		(109)	(577)		1499
	Net Cash used in Investing Activities	1115	(958)	(3264)	1041	(1788)	(2887)
(C)	CASH FLOW FROM FINANCING ACTIVITIES						
	Dividend Paid	0	0	(10)	0	0	(10)
	Dividend Tax Paid	0	0	0	0	0	0
	Proceeds from Long Term Borrowings	0	0		0	0	
	Repayment of Long Term Borrowings	0	0	(45)	0	0	(46)
	Proceeds from Short Term Loan Borrowings			0			0
	Repayment of Short Term Borrowings	(2426)	748	2293	(2499)	314	1280
	Payment of Lease liability	(19)	(47)	(39)	(19)	(20)	(37)
	Finance cost	(426)	(339)	(902)	(457)	(403)	(1061)
	Net cash used in financing activities	(2871)	362	1297	(2975)	(108)	126
	Net Increase/(Decrease) in Cash & Equivalents	9	76	181	(769)	441	63
	Cash & Equivalents at the beginning of the year	565	384	384	1983	1920	1920
	Cash & Equivalents at the end of the year	574	460	565	1214	2362	1983





Saxena Roongta and Associates

CHARTERED ACCOUNTANTS

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
STANDALONE FINANCIAL RESULTS**

**To the Board of Directors
MIRZA INTERNATIONAL LIMITED**

We have reviewed the accompanying statement of unaudited financial results of Mirza International Limited for the quarter ended on September 30th 2025. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, engagements to Review Financial Statements 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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 Indian Accounting Standards ("IND AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules 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 Saxena Roongta and Associates
(Formerly known as Khamesra Bhatia & Mehrotra)
Chartered Accountants**

ERN 001410C



**CA Priyanka Gupta
Partner**

M.No. 453307

UDIN: 254583078MJPVD5052

Date: 08-11-2025

Place: Kanpur

122/715, First Floor, Shastri Nagar, Kanpur - 208005
Mobile : 9935605454, 9889908888 | Email : kbmooffice@gmail.com



**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
CONSOLIDATED FINANCIAL RESULTS**

To
The Board of Directors
MIRZA INTERNATIONAL LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Mirza International Limited ("the Parent Company"), its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive income of its associates and joint ventures for the quarter ended September 30th 2025 and for the period from 01-04-2025 to 30-09-2025, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Attention is drawn to the fact that the consolidated figures of the subsidiaries and controlled entity for the corresponding quarter ended September 30th 2025 and the corresponding period from 01-04-2025 to 30-09-2025, as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subjected to review.
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"), prescribed under Section 133 of the Companies Act, 2013, 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 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. A review of interim financial information consists of making inquiries, primarily of persons 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 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.



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 Consolidated Results included in the Statement includes the results of the entities listed in Annexure A.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, 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 ("IND AS") specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder 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.
6. We did not review the interim financial statements / financial results of two subsidiaries namely Genesis Brands Private Limited and Genesis Brands Inc included in the consolidated unaudited financial results, whose interim financial results reflect total assets of Rs. 65.87 lakh as at 30-09-2025 and total revenues of Rs. 3.40 lakhs, 3.40 Lakhs, total net profit/(loss) after tax of Rs. (18.65) lakhs, (19.03) lakhs and total comprehensive income/(loss) of Rs. (0.52) lakhs, (0.52) lakhs, for the quarter ended 30-09-2025 and for the period from 01-04-2025 to 30-09-2025, respectively and cash inflows of Rs. 47.72 lakhs for the period from 01-04-2025 to 30-09-2025, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results whose interim financial statements / financial information/ financial results have not been reviewed by us. These interim financial statements / financial information / financial results have not been reviewed by other auditors and the procedures performed by us as stated in paragraph 3 above.
Our conclusion on the Statement is not modified in respect of the above matters.
7. The consolidated unaudited financial results include the interim financial statements/ financial information/ financial results of a subsidiary RTS Fashion Ltd. (Dubai) & Mirza (UK) Limited which have been audited/reviewed by their auditors, whose interim financial statements/ financial information/ financial results reflect total assets of Rs. 14546.25 lakhs as at 30-09-2025 and total revenue of Rs. 1422.15 lakhs, 2967.10 lakhs total net profit/(loss) after tax of Rs. (164.73) lakhs, (150.27) Lakhs and total comprehensive income/ loss of Rs. 47.57 lakhs, 146.85 lakhs for the quarter ended 30-09-2025 and for the period from 01-04-2025 to 30-09-2025 and cash outflows of Rs. 825.74 lakhs for the period from 01-04-2025 to 30-09-2025, as considered in the consolidated unaudited financial results. According to the information and explanations



given to us by the Management, these interim financial statements/ financial information/ financial results is material to the Group.

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

For Saxena Roongta and Associates
(Formerly known as Khamesra Bhatia & Mehrotra)
Chartered Accountants



CA Priyanka Gupta
Partner

M.No. 453307

UDIN: 25453307BMJPVE4811

Date: 08-11-2025

Place: Kanpur

Annexure A

List of Entities Consolidated

Subsidiary

S.No	Name of the entity
1.	RTS Fashion Ltd (Dubai) & Mirza (UK) Limited
2.	Genesis Brands Private Limited
3.	Genesis Brands Inc

