Virtual Galaxy Infotech Limited
(Formerly known as Virtual Galaxy Infotech Pvt. Ltd.)
Plot No. 26, The Nagpur Divisional Insurance
Employees' Co-operative Housing Society Limited,
Vivekanand Nagar, Nagpur, Maharashtra, India, 440015

E-MAIL : info@vgipl.in
WEBSITE : www.vgipl.com
CIN : L93000MH1997PLC110645
GSTIN : 27AACV5098G1Z1
MOBILE : +91 6262686865,
7798026888, 7798880916

Date: 14th February, 2026

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051.

Symbol: VGINFOTECH ISIN: INE0VRH01015

Subject: Outcome of Board Meeting held on 14th February, 2026 pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations').

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and further to our intimation letter dated 11th February, 2026, we wish to inform you that the Board of Directors of the Company at their Meeting held today i.e., on 14th February, 2026 at its Registered Office, inter-alia, approved the following:

1. Considered and approved the Unaudited Financial Results of the Company for the third Quarter ended on 31st December, 2025. A copy of the said Unaudited Financial Results along with the Limited Review Report from the statuary auditor pursuant to the provisions of Regulation 33(3) of the SEBI Listing Regulations is annexed herewith.

2. The Board considered the proposal for alteration of the Articles of Association of the Company and approved the same, subject to approval of the members and applicable statutory requirements.

3. The Board considered the proposal for Increased in Authorized share capital from Rs.25,00,00,000/- (Rupees Twenty-Five Crores only) to Rs.30,00,00,000/- (Rupees Thirty Crores only), and approved the same, subject to approval of the members and applicable statutory requirements.

4. **Issuance of the warrants by way of preferential issue on a private placement basis:**

   Subject to approval of the shareholders of the company, and such other regulatory authorities as may be required under applicable law, the Board of Directors ("Board") has approved the issuance by way of a preferential issue on a private placement basis ("Preferential Issue"), of an aggregate of up to 12,43,432 (Twelve lakh forty three thousand four hundred thirty two) warrants ("Warrants"), each carrying a right to subscribe to 1 (one) fully paid up equity share of the company having face value Rs. 10/- (Rupees Ten only) each ("Equity Share") (including a premium of Rs. 149 (Rupees One Hundred and Forty-Nine only) per Equity Share), at a price of Rs. 159 (Rupees One Hundred and Fifty-Nine only) per such Warrant, to Promoter and Promoter Group, for cash consideration aggregating up to Rs. 19,77,05,688/- (Rupees Nineteen Crores

Seventy Seven Lakhs Five Thousand Six Hundred Eighty Eight only), in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws.

The particulars of the disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Part A of Schedule III and SEBI Circular No.: SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated 13th July 2023.

5. As on the recommendation of Audit Committee the board proposed to increase the Approved limit of Related Party Transaction with Group Companies i.e. Virtual Galaxy Fintech Private Limited and Paynext Private Limited each by Rs. 5,00,00,000/- (Rupees Five Crores) thereby increasing the threshold limit for transactions with related parties (other than those in the ordinary course of business or not at arm's length) subject to approval of the members and applicable statutory requirements.

The meeting commenced at 11.30 AM. And concluded at 02:40 P.M.

Please take the above information on record and arrange for dissemination.

Thanking you,
For **Virtual Galaxy Infotech Limited**

ANJALI VINAY PADHYE

Digitally signed by ANJALI VINAY PADHYE
Date: 2026.02.14 14:53:55 +05'30'

Anjali Vinay Padhye
Company Secretary & Compliance Officer

Annexure-I

The details as required pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated 13th July 2023 are provided below:

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Type of Securities proposed to be issued</td><td>Warrants, each convertible into, One fully paid-up equity share of the Company of face value Rs.10/- (Rupee Ten only) each.</td></tr>
<tr><td>2.</td><td>Type of issuance</td><td>Preferential Issue of equity shares in accordance with Chapter V of the SEBI (ICDR) Regulations 2018 read with the Companies Act, 2013 and rules made thereunder.</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</td><td>Up to 12,43,432 (Twelve lakh forty-three thousand four hundred thirty-two) warrants convertible into equity shares of the Company, in one or more tranches, having face value of 10/- (Rupees Ten Only) each, at a price of Rs. 159/-(Rupees One Hundred and Fifty Nine Only) (including premium of Rs.149/- (Rupees One Hundred and Forty Nine Only) per share aggregating to Rs. 19,77,05,688/- (Rupees Nineteen Crores Seventy Seven Lakhs Five Thousand Six Hundred and Eighty Eight only).</td></tr>
<tr><td colspan="3">In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):</td></tr>
<tr><td>i.</td><td>Name of the Investors</td><td>
<table>
<tr><th>Name of the Allottees</th><th>No. of Warrants to be Allotted</th><th>Status Post Allotment</th></tr>
<tr><td>Avinash Narayanrao Shende</td><td>496716</td><td>Promoter</td></tr>
<tr><td>Sachin Purushottam Pande</td><td>496716</td><td>Promoter</td></tr>
<tr><td>Shilpa Avinash Shende</td><td>75000</td><td>Promoter Group</td></tr>
<tr><td>Sampada Sachin Pande</td><td>75000</td><td>Promoter Group</td></tr>
<tr><td>Samruddhi Sachin Pande</td><td>50000</td><td>Immediate Relative of Promoter</td></tr>
<tr><td>Siddhanti Avinash Shende</td><td>25000</td><td>Immediate Relative of Promoter</td></tr>
<tr><td>Tanmay Avinash Shende</td><td>25000</td><td>Immediate Relative of Promoter</td></tr>
<tr><td>Total no. of Warrants</td><td>1243432</td><td></td></tr>
</table>
</td></tr>
</table>

<table>
<tr>
<td>ii.</td>
<td>Post-Allotment of Securities: Outcome of Subscription, issue price / allotted price (in case of convertibles), number of investors;</td>
<td>
<table>
<tr><th rowspan="2">Name of the investors</th><th colspan="2">Pre-Preferential Shareholding</th><th colspan="2">Post-Preferential Shareholding</th></tr>
<tr><th>No. of Equity Shares</th><th>%</th><th>No. of Equity Shares</th><th>%*</th></tr>
<tr><td>Avinash Narayanrao Shende</td><td>74,80,698</td><td>30.0809</td><td>79,77,414</td><td>30.55068</td></tr>
<tr><td>Sachin Purushottam Pande</td><td>74,80,698</td><td>30.0809</td><td>79,77,414</td><td>30.55068</td></tr>
<tr><td>Shilpa Avinash Shende</td><td>6,00,120</td><td>2.41</td><td>6,75,120</td><td>2.585471</td></tr>
<tr><td>Sampada Sachin Pande</td><td>6,00,120</td><td>2.41</td><td>6,75,120</td><td>2.585471</td></tr>
<tr><td>Samruddhi Sachin Pande</td><td>-</td><td>-</td><td>50000</td><td>0.191482</td></tr>
<tr><td>Siddhanti Avinash Shende</td><td>-</td><td>-</td><td>25000</td><td>0.095741</td></tr>
<tr><td>Tanmay Avinash Shende</td><td>-</td><td>-</td><td>25000</td><td>0.095741</td></tr>
<tr><td>Total</td><td>16161636</td><td>64.9818</td><td>17405068</td><td>66.65527</td></tr>
</table>

*The Post-Issue Shareholding Percentage has been calculated based on the fully diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares.
</td>
</tr>
<tr>
<td>iii.</td>
<td>Issue Price</td>
<td>The Warrants convertible into Equity shares are proposed to be allotted to the proposed allottees at a price of Rs. 159 /- (a price not being lower than the price determined in accordance the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations, if any).</td>
</tr>
<tr>
<td>iv.</td>
<td>Number of Investors/ Allottees</td>
<td>7 (Seven)</td>
</tr>
</table>

v.	In case of convertibles: intimation of conversion of securities or on lapse of the tenure of the instrument	For Warrants an amount equivalent to 25% (Twenty-Five percent) of the per warrant price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five percent) of the per warrant price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (One) or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.
vi.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

K.K. MANKESHWAR & Co.
CHARTRED ACCOUNTANTS

7, Kingsway, Nagpur - 440 001
Ph: 91-712-6629946/ 47/2554223
Fax No.: 91-712-6629948/6613404
Email: mail@kkmindia.com

Independent Auditor's Review Report on the Quarter ended Unaudited Standalone Financial Results of the Virtual Galaxy Infotech Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors
Virtual Galaxy Infotech Limited

We have reviewed the accompanying statement of unaudited financial results of **Virtual Galaxy Infotech Limited** for the quarter ended **31st December 2025** ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. 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 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. 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 accounting standards 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.

K.K. MANKESHWAR & Co.
CHARTRED ACCOUNTANTS

7, Kingsway, Nagpur – 440 001
Ph: 91-712-6629946/ 47/2554223
Fax No.: 91-712-6629948/6613404
Email: mail@kkmindia.com

Emphasis of Matter (EoM)

1. The Company was listed on 19th of May 2025, on National Stock Exchange's Emerge Platform during the reporting period. Our opinion is not modified in respect of this matter. The Company has also voluntarily adopted quarterly Unaudited Standalone financial results for the quarter ended December 31, 2025. All activities of the company revolve around the main business and as such there is no separate reportable business segment and all the operations of the company are conducted within India as such there is no separate reportable geographical segment. Our conclusion is not modified in respect of this matter.

For K. K. Mankeshwar & Co.,
Chartered Accountants
Firm Registration No: **106009W**
Peer Review No: **020613**

K. K. MANKESHWAR & CO. CHARTERED ACCOUNTANTS NAGPUR

CA Ashwin Mankeshwar
Partner
Membership No. **046219**
UDIN: **26046219KUWHLJ7326**

Place: **Nagpur**
Date: **14th February, 2026.**

virtualgalaxy®

Virtual Galaxy Infotech Limited
(Formerly known as Virtual Galaxy Infotech Pvt. Ltd.)
Plot No. 26, The Nagpur Divisional Insurance Employees' Co-operative Housing Society Limited, Vivekanand Nagar, Nagpur, Maharashtra, India, 440015

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VIRTUAL GALAXY INFOTECH LIMITED
(Formerly known as Virtual Galaxy Infotech Private Limited)
CIN : L93000MH1997PLC110645
ADDRESS : PLOT NO. 26, THE NAGPUR DIVISIONAL INSURANCE EMPLOYEES CO-OPERATIVE HOUSINGSOCIETY LIMITED, VIVEKANAND NAGAR, NAGPUR, MAHARASHTRA, INDIA, 440015
STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED ON 31ST DECEMBER 2025

(Fig in ₹ in Lakhs)

	PARTICULARS	3 Months Ended (31/12/2025)	Year to Date Figures for the Current Period Ended (31/12/2025)	Year to Date Figures for the Previous Period Ended (31/12/2024)	Half Year Ended Figures for the Current Period Ended (30/09/2025)	Half Year Ended Figures for the Previous Period Ended (30/09/2024)	Half Year Ended Figures for the Period Ended (31/03/2024)	Previous year ended (31/03/2025)
		Unaudited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
I.	Revenue from operations	4,126.45	12,739.57	10,124.72	8,613.12	7,160.88	4,853.47	12,014.35
II.	Other income	10.13	49.89	12.33	39.77	1.90	26.94	28.85
III.	**Total Income (I + II)**	**4,136.58**	**12,789.47**	**10,137.06**	**8,652.89**	**7,162.78**	**4,880.41**	**12,043.20**
IV.	**LESS : EXPENDITURE**							
	Cost of Material Consumed	1,512.93	4,900.02	4,201.15	3,387.09	3,163.75	1,456.04	4,619.79
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	0.45	2.11	2.49	1.66	1.58	1.73	3.32
	Employee benefit expenses		-	-				
	Finance costs	455.16	1,093.62	784.11	638.46	492.77	577.93	1,070.70
	Depreciation and amortization expenses	94.43	204.68	187.77	110.25	108.95	148.16	257.10
	Other Expenses	381.91	1,047.75	502.77	665.84	267.74	497.04	764.78
		352.45	1,095.69	608.30	743.25	424.37	369.72	794.09
	Total Expenses	**2,797.33**	**8,343.87**	**6,286.59**	**5,546.55**	**4,459.16**	**3,050.63**	**7,509.79**
V.	Profit before exceptional and extraordinary items and tax	**1,339.25**	**4,445.60**	**3,850.47**	**3,106.34**	**2,703.63**	**1,829.78**	**4,533.41**
VI.	Exceptional items	-	-	-	-	-	-	-
VII.	Profit before extraordinary items and tax (V - VI)	**1,339.25**	**4,445.60**	**3,850.47**	**3,106.34**	**2,703.63**	**1,829.78**	**4,533.41**
VIII.	Extraordinary items	-	-	-	-	-	-	-
IX.	Profit before tax (VII - VIII)	**1,339.25**	**4,445.60**	**3,850.47**	**3,106.34**	**2,703.63**	**1,829.78**	**4,533.41**
X.	Tax expense :							
	a) Current tax expenses	394.96	1,297.87	1,145.18	902.91	796.77	437.79	1,234.56
	b) Current tax relating to prior years (net)	-		-	-	-	-	-
	c) Deferred tax charge/(credit)	-13.57	-12.29	-16.21	1.29	-6.51	93.52	87.02
	Net tax expenses/(benefit)	**381.39**	**1,285.59**	**1,128.97**	**904.20**	**790.26**	**531.31**	**1,321.58**
XI.	Profit / (Loss) for the period from continuing operations (IX-X)	**957.86**	3,160.01	**2,721.50**	**2,202.14**	**1,913.36**	**1,298.47**	**3,211.83**
XII.	Profit / (loss) for the period (XI + XIV)	**957.86**	**3,160.01**	**2,721.50**	**2,202.14**	**1,913.36**	**1,298.47**	**3,211.83**
XIII.	Earning per equity share :							
	Basic	3.85	12.71	14.87	8.86	10.46	7.10	17.55
	Diluted	3.85	12.71	14.87	8.86	10.46	7.10	17.55

Virtual Galaxy Infotech Limited — Maximizing Opportunities — Since 1997

For VIRTUAL GALAXY INFOTECH LIMITED

Sachin Purushottam Pande
Managing Director
DIN- 02181154

Place: Nagpur
Date: 14th February 2026

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Notes to the Financial Results of Virtual Galaxy Infotech Limited for the quarter ended 31st December 2025

1. The above said financial results have been reviewed by the Audit committee in their meeting on **14th February 2026** and approved by board of Directors in their meeting held on **14th February 2026.**

2. There is no investor complaints received/pending as on December 31, 2025.

3. Figures of previous period have been regrouped/ recast wherever necessary, in order to make them comparable.

4. The Statutory Auditors have carried out limited review of the Standalone financial results of the Company for the quarter ended December 31, 2025.

5. As per MCA notification dated 16th February, 2015, companies whose shares are listed on SME as referred in Chapter XB(LODR)2015 are exempted from adoption of IND AS. As company is covered under exempted category, it has not adopted IND AS for the preparation of financial results. The Statements is prepared in accordance with the requirement of Accounting Standards (AS) specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

6. The Company has voluntarily adopted quarterly financial reporting for the first time. Accordingly, the unaudited standalone financial results for the quarter ended December 31, 2025 are presented, while the previously declared results pertained to the half-year ended September 30, 2025.

7. All activities of the company revolve around the main business and as such there is no separate reportable business segment and all the operations of the company are conducted within India as such there is no separate reportable geographical segment.

8. Quarterly EPS is not annualized.

For Virtual Galaxy Infotech Limited

Sachin Purushottam Pande
Managing Director
Din: 02181154
Place: Nagpur
Date: 14th February 2026

Virtual Galaxy Infotech Limited
Maximizing Opportunities
Since 1997

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Date: 14th February, 2026

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', C-1, Block 'G',
BandraKurla Complex, Bandra (E),
Mumbai – 400051

Sub: Declaration on the Limited Review Report on the Unaudited Financial Results under Regulations 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

Pursuant to provisions of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby declare and confirm that the Limited Review Report on the Unaudited Standalone Financial Results for the quarter ended 31st December, 2025, which are being sent herewith, are unmodified and without any qualifications.

Thanking you,

Yours Faithfully,
For **Virtual Galaxy Infotech Limited**

SACHIN PURUSHOTTAM PANDE
MANAGING DIRECTOR
DIN - 02181154