



November 12, 2025

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,
Block G, Bandra Kurla Complex,
Mumbai – 400051
Scrip code: 3IINFOLD

Dear Sir/ Madam,

Sub: Outcome of the Board Meeting held on November 12, 2025

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”), we wish to inform you that the Board of Directors of the Company (“**the Board**”) at its meeting held today i.e. November 12, 2025, has *inter-alia* considered and approved the following matters:

1. Approval of Unaudited Financial Results for the quarter and half year ended September 30, 2025

The Board has approved the Statements of Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter and half year ended September 30, 2025, in accordance with Regulation 33 of SEBI LODR Regulations.

We are enclosing herewith a copy of the Statements of Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter and half year ended September 30, 2025, along with Limited Review Reports, thereon as per the prescribed format pursuant to Regulation 33 of SEBI LODR Regulations.

2. Re-designation of Acting Chief Executive Officer (“CEO”)

Based on the recommendation of the Nomination and Remuneration Committee, the Board has approved the re-designation of Mr. Raj Ahuja from Acting CEO to Group CEO of the Company with immediate effect. He shall continue to be classified as a Key Managerial Personnel (“KMP”) of the Company.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (‘SEBI Circular’), are enclosed as **Annexure 1**.

3. Changes in Key Management Personnel and Senior Management Personnel

Based on the recommendations of Nomination and Remuneration Committee and Audit Committee, the Board has approved the appointment of Mr. Kalpesh Shah as Chief Financial

3i Infotech Ltd.

CIN: L67120MH1993PLC074411

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Officer. He has also been designated as KMP of the Company with effect from November 13, 2025.

Consequent to the above, Mr. Vaibhav Somani, who was appointed as Acting CFO and designated as KMP of the Company from January 29, 2025, for the interim period, has ceased to be Acting CFO and KMP of the Company with effect from close of business hours today i.e. November 12, 2025.

Mr. Vinod Pahlawat, Chief Growth Officer, (designated as Senior Management Personnel) has submitted his resignation from the services of the Company, vide letter dated November 12, 2025. Resignation Letter is enclosed herewith.

The Company has accepted his resignation, and he will be relieved from his role at a mutually agreed date to ensure seamless transition.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circular'), are enclosed as **Annexure 2**.

4. Grant of stock options under the Employees Stock Option Plan 2023 ('ESOP 2023')

Based on the recommendation of the Nomination and Remuneration Committee, the Board has approved grant of 29,44,00 stock options to the identified employee(s) of the Company under ESOP 2023.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circular'), are enclosed as **Annexure 3**.

5. Grant of Stock Options under "3i Infotech Employee Stock Option Scheme 2018 (ESOS 2018) and "3i Infotech Stock Option Plan 2023" (ESOP 2023) for adjustment on account of Rights Issue

The Company has recently completed the Rights Issue and allotted 3,77,08,165 fully paid-up equity shares of face value of Rs. 10/- each on October 28, 2025, consequent to which the Company's paid-up share capital has increased to Rs. 207.39 crores from Rs. 169.69 crores.

In accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, provisions contained in ESOP 2018 and ESOP 2023 and the Letter of Offer for the Rights Issue, appropriate adjustments may be made to the number of equity shares reserved and/or the exercise price of options in the event of any corporate actions such as rights issues, bonus issues, mergers, restructuring, sale of undertakings or divisions, or other material events. Considering the fact that exercise price under both the Schemes is Rs. 10/- being face value

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of equity shares, adjustment to exercise price cannot be made and therefore, additional stock options are required to be granted to the eligible employees.

Considering above, based on recommendations of the Nomination and Remuneration Committee, the Board has approved the grant of additional stock options to the existing stock option holders as follows:

1. 1,31,766 stock options under ESOS 2018, representing an equal number of equity shares of face value of Rs. 10/- each, at an exercise price of Rs. 10/- per share; and
2. 1,37,048 stock options under ESOP 2023, representing an equal number of equity shares of face value of Rs. 10/- each, at an exercise price of Rs. 10/- per share.

The requisite details of the disclosure as required under Regulation 30 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are attached herewith as **Annexure 4**.

The Board meeting commenced at 3:15 p.m. and concluded at 5:22 p.m.

You are requested to take the aforesaid information on record.

Thanking you.

Yours faithfully,

For **3i Infotech Limited**

Varika Rastogi

Company Secretary & Compliance Officer

Encl: As Above

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Independent Auditor's Limited Review Report on the Unaudited Consolidated Financial Results of 3i Infotech Limited for the quarter and half year ended 30/09/2025, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors
3i Infotech Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of 3i Infotech Limited (the 'Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as the 'Group'), and its share of the net profit after tax and total comprehensive income of its joint venture for the quarter and half year ended 30/09/2025 (the 'Statement'), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Regulations'). We have initialled the Statement for identification purpose only.
2. The Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, in its meeting held on 12/11/2025, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ('Ind AS') 34 'Interim Financial Reporting' prescribed under section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 ('ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free from material misstatement. A review is limited primarily to inquiries of the Company persons responsible for financial and accounting matters 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.

We also performed procedures in accordance with the SEBI Circular No. CIR/CFD/CMD1/44/2019 dated 29/03/2019 issued by the SEBI under Regulation 33(8) of the Regulations, to the extent applicable.

4. The Statement includes the results of the entities as given in the **Annexure – 1** to this report.
5. **Basis for Qualified Conclusion**
 - a) The Statutory Auditors of 3i Infotech (Middle East) FZ LLC have expressed Adverse Conclusion in their review report for the quarter and half year ended 30/09/2025, which is reproduced as under –
 - Dues from related parties aggregating to AED 441,143,024: We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables; accordingly, we are unable to determine whether any adjustments to these amounts were necessary.
 - The Company has incurred loss after tax of AED 18,207,513 for the period ended 30 September 2025 and has a negative net worth of AED 37,365,431 as on 30 September 2025 (March 2025 (restated): 19,157,918) without giving impact of item referred in (a). Had the Company provided impact of point "a" referred above, the net worth of the Company would have been further eroded to AED 478,508,455. These situations indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the financial statements of the Company were prepared



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by the management on a going concern basis of accounting. We are unable to comment on the ability of the Company to continue as a going concern.

- b) The Statutory Auditors of 3i Infotech Saudi Arabia Co. (Foreign Limited), have expressed Qualified Opinion in their audit report for the year ended 31/03/2025, which is reproduced as under –

We were unable to obtain sufficient and appropriate audit evidence for the following:

- We did not receive balance confirmation for accounts receivable related to the sale of business amounting to SR 1,689,293
 - Deposits and advances include an amount of SR 2,042,007 paid to Zakat, Tax and Customs Authority (ZATCA) against an assessment for the year ended 31/03/2012. This amount is considered irrecoverable, as the appeal against the assessment was decided unfavourably for the Company.
 - The Company has previously conducted annual actuarial valuations to determine employees' end-of-service benefit and vacation pay liabilities. As of 31/03/2025, this accounting practice was not followed. Additionally, for the year ended 31/12/2025, documentation of the valuation methodology used for the recorded liabilities – SR 105,183 for the end of service benefits and SR 15,062 for vacation pay - was not provided to support the year end amounts
 - The Company has not submitted its VAT declarations to ZATCA since January 2025. As a result, the recorded VAT liability of SR 153,193 could not be substantiated.
 - Accounts payable – others amounted to SR 1,442,473, considered to be overstated.
 - Accrued Expenses comprise SR 528,685 for which supporting details have not been provided.
- c) The Statutory Auditors of 3i Infotech Holdings Private Limited (Mauritius) have drawn Qualified Conclusion in their review report for the quarter and half year ended 30/09/2025, which is reproduced as under –

The Company's functional currency is Indian National Rupee while its presentation currency is US Dollar. The foreign exchange gains / losses arising on translation from functional to presentation currency, for current and previous years, have been recognized in the Statement of Profit or Loss and in Retained Earnings rather than in Other Comprehensive Income ("OCI") and Foreign Currency Translation Reserves ("FCTR"). This constitutes a departure from IAS 21. We were unable to obtain sufficient appropriate audit evidence about the carrying amount of FCTR and the amount that should have been recorded in OCI because management did not provide us with the relevant workings. Consequently, we were unable to determine the adjustments needed to these items.

6. Qualified Conclusion

Based on our review conducted and procedures performed as stated in paragraph 3 above consideration of the review reports of other auditors referred to in paragraph 9(b) below, and unaudited financial results referred in paragraph 9(c) below, except for the effect of the matter described in the 'Basis for Qualified Conclusion' in para 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Ind AS specified under Section 133 of the Act, as amended, read with relevant rules issued there-under and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



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7. Material Uncertainty regarding Going Concern

- The Statutory Auditors of 3i Infotech Saudi Arabia Co. (Foreign Limited) have given Qualified Opinion paragraph regarding Going Concern in their audit report dated 26/08/2025 on the financial statements for FY 2024-25, which is reproduced as under-

As reported under Other Legal & Regulatory Requirements paragraph, the accumulated loss of the Company exceeded 50% of its capital, and total liabilities of the Company exceeded current assets by SR 42,983,250. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

- The Statutory Auditors of Nure Digital SDN.BHD. have given paragraph regarding Going Concern in their audit report dated 31/07/2025 on the financial statements for FY 2024-25, which is reproduced as under -

We draw attention to note 2.5 in the financial statements, which indicates that the Company incurred a net loss of RM 67,589 during the financial year ended 31/03/2025 and as of that date, the Company's current liabilities exceeded its current assets by RM 667,867. As stated in note 2.5, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

- We have carried out statutory audit of Professional Access Software Development Private Limited. We have given paragraph regarding Going Concern in our audit report dated 04/08/2025 on the financial statements for FY 2024-25, which is reproduced as under –

We draw attention to Notes 2(b) and 21 of the financial statements, which disclose that the Company has accumulated losses amounting to 946.01 lakhs as at 31/03/2025. As detailed in Note 21, the recoverability of fixed deposits and other assets remains uncertain due to the existence of guarantees and contingent liabilities as of that date. These circumstances, along with other matters discussed in Note 21, indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

8. Emphasis of Matter:

- a) We draw attention to Note 10 to the Statement regarding all long outstanding matters. As represented by the Company's management, the independent consultant has concluded the investigation and there is no further impact on the Statement. Our conclusion on the Statement is not modified in respect of the above matter.
- b) The statutory auditors of 3i Infotech Saudi Arabia Co. (Foreign Limited) have reported Emphasis of Matter paragraph in their audit report dated 26/08/2025 on the financial statements for FY 2024-25, which is reproduced as under-

Income tax and withholding tax liability, as assessed by Zakat, Tax and Customs Authority (ZATCA), up to the year ended 31/03/2019, amounted to SR 13,512,372. The outstanding liability for the period from 01/04/2019 to 31/03/2025, was recorded amounting to SR 274,773, resulting in a total liability of SR 13,787,145. The reported liability as of 31/03/2025 was SR 17,217,621. Therefore, income tax and withholding tax liability were overstated by SR 3,430,476. Since ZATCA has not yet finalised tax liabilities for the period from 01/04/2019 to 31/03/2025, the recorded liability of SR 17,217,621 is considered prudent.

As detailed in Note 1 and Note 16 to these financial statements, on 29/01/2025, the Board of Directors of both partners resolved to initiate voluntary liquidation of the Company. Subsequently, at its meeting held on 13/08/2025, the Board determined instead to proceed with bankruptcy proceedings. These processes are currently in progress.



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Our opinion is not modified in respect of these matters.

- c) The statutory auditors of 3i Infotech (Middle East) FZ LLC have reported Emphasis of Matter paragraph in their Limited Review Report dated 08/11/2025 on the unaudited financial results for the quarter and half year ended 30/09/2025, which is reproduced as under-

We draw attention to Note 1 to the financial information, which describes the restatement of the opening balances as at April 1, 2024 and March 31, 2025, consequent to the correction of a prior period error. The error related to the recognition of unrealised foreign exchange translation gains on a USD-denominated intercompany loan including interest accrued thereon balance. As the USD is pegged to AED, no foreign exchange fluctuation gain should have been recognised on such balance in the prior years.

Accordingly, the Company has restated the opening balances as on 1 April 2024 by adjusting retained earnings and other equity by AED 5,664,737, borrowings by AED 3,950,925, and other financial liabilities (interest accrued on borrowings) by AED 1,713,812 as at April 1, 2024 and March 31, 2025. These adjustments have been made retrospectively in accordance with IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

Our opinion is not modified in respect of this matter.

9. Other Matters

- (a) We have reviewed the financial results of 2 subsidiaries included in the Statement, whose financial results reflects total assets of Rs. 12,355 lakhs as at 30/09/2025, total revenue of Rs. 2,949 lakhs and Rs. 6,331 lakhs, total net profit after tax of Rs. (85) lakhs and Rs. 15 lakhs and total comprehensive income of Rs. (49) lakhs and Rs. 56 lakhs for the quarter and half year ended 30/09/2025 respectively, and net cash inflows / (outflows) of Rs. 55 lakhs for the half year ended 30/09/2025 as considered in the Statement.
- (b) We did not review the financial results of 4 subsidiaries included in the unaudited consolidated financial results, which reflects total assets of Rs. 3,74,279 lakhs as at 30/09/2025, total revenues of Rs. 11,980 lakhs and Rs. 23,161 lakhs, total net profit/(loss) after tax of Rs. (2,851) lakhs and Rs. (1,892) lakhs, and total comprehensive income/(loss) of Rs. (1,166) lakhs and Rs. (5) lakhs for the quarter and half year ended 30/09/2025 respectively and net cash inflows / (outflows) of Rs. (1,960) lakhs for the half year ended 30/09/2025, as considered in the unaudited consolidated financial results. These interim financial results have been reviewed by other auditors, whose reports have been furnished to us by the Holding Company's Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Of the above, in respect of the 4 subsidiaries, their financial results have been prepared in accordance with accounting principles generally accepted in the respective countries of incorporation and the Holding Company's Management has converted these financial results from accounting principles generally accepted in the respective countries to accounting principles generally accepted in India.

- (c) The accompanying unaudited consolidated financial results include the financial results of 20 subsidiaries and 1 joint venture which have been neither reviewed by us nor by the other auditors, whose financial results reflect total assets of Rs. 25,785 lakhs as at 30/09/2025, total revenues of Rs. 226 lakhs and Rs. 1,165 lakhs, total net profit/(loss) after tax of Rs. 148 lakhs and Rs. (423) lakhs and total comprehensive income/(loss) of Rs. (179) lakhs and Rs.(376) lakhs for the quarter and half year ended 30/09/2025, as considered in the consolidated unaudited financial results. The unaudited consolidated financial results also include the Group's share of net profit/(loss) after tax of Rs. (5) lakhs and Rs. (5) lakhs, the Group's share of total comprehensive



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income / (loss) of Rs. (5) lakhs and Rs. (5) lakhs for the quarter and half year ended 30/09/2025 respectively, as considered in the consolidated unaudited financial results, in respect of a joint venture.

Of the above, in respect of 13 subsidiaries and a joint venture, their financial results have been prepared in accordance with accounting principles generally accepted in the respective countries of incorporation and the Holding Company's Management has converted these financial results from accounting principles generally accepted in the respective countries to accounting principles generally accepted in India. These financial results have been presented solely based on information compiled by the Holding Company's Management and approved by the Board of Directors of the respective companies. According to the information and explanations given to us by the Holding Company's Management, these financial results are not material to the Group.

(d) The Statement includes figures for the quarter and half year ended 30/09/2024, which were reviewed by the then statutory auditors and their review report dated 30/10/2024 expressed disclaimer of conclusion

Our conclusion on the Statement is not modified in respect of the matters mentioned in para 9(a) to 9(d) above.

For C K S P AND CO LLP
Chartered Accountants
FRN - 131228W/W100044

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Date: 2025.11.12 18:33:20
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Dhananajay Jaiswal

Partner

M. No.: 187686

UDIN: 25187686BMJGSH8736

Place: Navi Mumbai

Date: 12/11/2025



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Annexure – I to the Independent Auditor's Review Report on the Unaudited Consolidated Financial Results for the quarter and half year ended 30/09/2025

	Holding Company
	3i Infotech Limited
Sr. No	Subsidiaries
1.	3i Infotech Consultancy Services Limited, India
2.	3i Infotech Digital BPS Limited, India
3.	Professional Access Software Development Private Limited, India
4.	3i Infotech Inc, USA
5.	3i Infotech Holdings Private Limited, Mauritius
6.	3i Infotech (Middle East) FZ LLC, UAE
7.	3i Infotech Software Solutions LLC, UAE
8.	3i Infotech (Thailand) Limited, Thailand
9.	Versares Digital Technology Services Private Limited, India
10.	NuRe EdgeTech Private Limited, India
11.	NuRe FutureTech Private Limited, India
12.	NuRe CampusLabs Private Limited, India
13.	3i Infotech Asia Pacific Pte Limited, Singapore
14.	3i Infotech SDN BHD, Malaysia
15.	3i Infotech Saudi Arabia Co. (Foreign Limited)
16.	3i Infotech (UK) Limited, UK
17.	3i Infotech (Africa) Limited, Kenya
18.	3i Infotech (South Africa) (Pty) Limited, South Africa
19.	3i Infotech Nigeria Limited, Nigeria
20.	3i Infotech Netherlands B.V., Netherlands
21.	3i Infotech (Canada) INC, Canada
22.	3i Infotech (Cyprus) Limited (formerly known as Black-Barret Holdings Limited), Cyprus
23.	NuRe Digital SDN BHD, Malaysia
24.	NuRe MediaTech Limited, India
25.	NuRe Bharat Network Limited, India
26.	NuRe Infotech Solutions Pte. Limited, Singapore (dissolved w.e.f. 01/09/2025)
	Joint Venture
27.	Process Central Limited, Nigeria



CONSOLIDATED



3i Infotech

3i Infotech Limited (CIN: L67120MH1993PLC074411)

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Statement of Unaudited Consolidated Financial Results for the Quarter and Half Year ended September 30, 2025

(Rs. in lakhs, except for per share data)

	Particulars	Quarter Ended			Year to Date		Year Ended
		30-09-2025	30-06-2025	30-09-2024	30-09-2025	30-09-2024	31-03-2025
		(Unaudited)	(Unaudited)	(Unaudited) Restated	(Unaudited)	(Unaudited) Restated	(Audited)
I	Revenue from Operations	17,489	17,055	17,760	34,544	35,735	72,576
II	Other Income	3,582	2,153	220	5,735	584	2,604
III	Total Income (I+II)	21,071	19,208	17,980	40,279	36,319	75,180
IV	Expenses						
(a)	Employee benefits expense	12,267	12,143	13,430	24,410	27,363	53,241
(b)	Cost of third party products and services	3,702	3,486	2,339	7,188	4,448	11,515
(c)	Finance costs	52	135	236	187	444	759
(d)	Depreciation and amortization expense	497	462	745	959	1,435	2,778
(e)	Other expenses	2,049	1,772	1,914	3,821	3,948	5,726
	Total Expenses (IV)	18,567	17,998	18,664	36,565	37,638	74,019
V	Profit / (Loss) before Exceptional Items and Tax (III-IV)	2,504	1,210	(684)	3,714	(1,319)	1,161
VI	Exceptional items	-	-	-	-	-	-
VII	Profit / (Loss) before Tax (V-VI)	2,504	1,210	(684)	3,714	(1,319)	1,161
VIII	Tax expense	684	455	316	1,139	562	(1,374)
IX	Profit / (Loss) for the period (VII-VIII)	1,820	755	(1,000)	2,575	(1,881)	2,535
X	Other Comprehensive Income						
	A. (i) Other Comprehensive income not to be reclassified to profit and loss	141	1	192	142	180	4
	(ii) Income tax relating to items that will not be reclassified to profit and loss.	(12)	(2)	(9)	(14)	(18)	(4)
	B. (i) Other Comprehensive income will be reclassified to profit and loss	(1,747)	575	371	(1,172)	364	(1,335)
	(ii) Income tax relating to items that will be reclassified to profit and loss.	-	-	-	-	-	-
XI	Total Comprehensive income for the period (IX+X)	202	1,329	(446)	1,531	(1,355)	1,200
	Profit for the year attributable to:						
	Equity holders of the parent	1,843	762	(1,000)	2,605	(1,881)	2,535
	Non-controlling interests	(23)	(7)	-	(30)	-	-
	Other comprehensive income for the year attributable to:						
	Equity holders of the parent	(1,618)	574	554	(1,044)	526	(1,335)
	Non-controlling interests	-	-	-	-	-	-
	Total comprehensive income for the year attributable to:						
	Equity holders of the parent	226	1,336	(446)	1,562	(1,355)	1,200
	Non-controlling interests	(23)	(7)	-	(30)	-	-
XII	Paid-up equity share capital (Face value of Rs.10 per share)	16,969	16,963	16,940	16,969	16,940	16,963
XIII	Other Equity (Excluding Revaluation Reserve)						3,897
XIV	Earnings per equity share (Rs.)*						
	Basic EPS	1.03	0.43	(0.57)	1.46	(1.07)	1.44
	Diluted EPS	1.03	0.43	(0.57)	1.46	(1.07)	1.43

* Basic and diluted earnings / (loss) per share for all the previous periods / year have been retrospectively adjusted for the bonus element in respect of the Rights Issue allotted subsequent to September 30, 2025. Earnings per equity share for the quarter and half year ended are not annualised.

See accompanying notes to the consolidated financial results



CONSOLIDATED



3i Infotech

3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.

Email: investors@3i-infotech.com

Website: www.3i-infotech.com

Tel No.:022-7123 8000

Notes to the financial results

1. Consolidated Statement of Assets and Liabilities as at September 30, 2025

		(Rupees in Lakhs)	
	Particulars	As at 30-09-2025 (Unaudited)	As at 31-03-2025 (Audited)
	ASSETS		
A	Non-current assets		
a	Property, plant and equipment	485	198
b	Right-to-use assets	12,670	13,198
c	Goodwill	7,420	7,139
d	Other Intangible assets	1,817	2,002
e	Intangible Assets Under Development	-	96
f	Financial assets		
i)	Investments	64	229
ii)	Other financial assets	916	1,340
g	Deferred tax assets (net)	1,819	1,782
h	Income tax asset (net)	3,343	3,899
i	Other non-current assets	1,122	1,391
	Total non-current assets	29,656	31,274
B	Current assets		
a	Financial assets		
i)	Trade receivables	10,615	10,234
ii)	Cash and cash equivalents	1,904	3,261
iii)	Other balances with banks	2,650	2,489
iv)	Other financial assets	7,159	6,253
b	Income tax asset (net)	2,778	1,703
c	Other current assets	2,286	2,068
	Total current assets	27,392	26,008
	TOTAL ASSETS	57,048	57,282
	EQUITY AND LIABILITIES		
A	Equity		
a	Equity Share capital	16,969	16,963
b	Other equity	15,689	13,725
	Equity attributable to shareholders of the Company	32,658	30,688
	Non-controlling interests	(335)	1
	Total equity	32,323	30,689
B	Liabilities		
	Non-current liabilities		
a	Financial liabilities		
i)	Borrowings	702	700
ii)	Lease Liabilities	1,188	1,567
b	Provisions	2,190	2,128
	Total non-current liabilities	4,080	4,395
	Current liabilities		
a	Financial liabilities		
i)	Borrowings	752	3,233
ii)	Lease Liabilities	837	851
iii)	Trade and other payables		
-	Trade payables to Micro Enterprises and Small Enterprises	418	301
-	Trade payables to others	9,898	6,633
iv)	Other financial liabilities	4,651	7,039
b	Provisions	509	599
c	Other current liabilities	3,580	3,542
	Total current liabilities	20,645	22,198
	TOTAL EQUITY AND LIABILITIES	57,048	57,282



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Notes to the financial results

2. Consolidated Cash Flow Statement

(Amount in INR Lakhs)

Particulars	Half Year Ended 30-09-2025 (Unaudited)	Year Ended 31-03-2025 (Audited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit/(Loss) before tax from:		
Continuing operations	3,714	1,161
Profit before tax including discontinued operations	3,714	1,161
Adjustments for:		
Depreciation and amortisation charge	959	2,778
Finance costs	149	686
Employee share-based payment expense	97	115
Allowance /(reversal) for doubtful debts	599	(317)
Interest income classified as investing cash flows	(82)	(95)
Interest income classified as investing cash flows - Others	(13)	(22)
(Gain)/Loss on disposal of property, plant and equipment	-	(352)
Net foreign exchange differences (Gain)/Loss	(1,871)	(1,080)
Loss on intangible under development	-	282
Impairment of investment	173	-
Write off of Software product	-	1,288
Provision for intangible assets impairment	(54)	(1,800)
Change in operating assets and liabilities:		
(Increase)/decrease in trade receivables	(663)	5,419
(Increase)/decrease in other financial assets	(484)	1,258
(Increase)/decrease in other non-current assets	1	(107)
(Increase)/decrease in other current assets	(217)	2,106
Increase/(decrease) in trade payables	3,381	(2,352)
Increase/(decrease) in other financial liabilities	(2,388)	(3,153)
Increase/(decrease) in provisions	114	(345)
Increase/(decrease) in other current liabilities	39	(1,328)
Cash generated from operations	3,454	4,142
Less: Income taxes paid / (Refund) (Net)	(1,707)	(986)
Net cash inflow from operating activities	1,747	3,156
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for intangible assets / software development	-	(198)
Proceeds from property, plant and equipment	-	352
Payments for property, plant and equipment	(95)	(18)
Bank deposits matured / (placed)	(161)	(372)
Interest received	95	96
Net cash inflow/(outflow) from investing activities	(161)	(140)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payment of Lease Liabilities	(520)	(2,105)
Proceeds from / (Repayment of) borrowings	(2,479)	(253)
Interest paid	(42)	(273)
Proceeds from issue of shares	6	40
Net cash inflow/ (outflow) from financing activities	(3,035)	(2,591)
Net increase / (decrease) in cash and cash equivalents	(1,449)	425
Effect due to the changes in foreign currency	92	52
Cash and Cash Equivalents at the beginning of the financial year	3,261	2,784
Cash and Cash Equivalents at end of the period / year	1,904	3,261



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Notes to the financial results

3. Unaudited Consolidated Segment Information for the Quarter and Half Year ended September 30, 2025

(Rupees in Lakhs)

Particulars	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
	(Unaudited)	(Unaudited)	(Unaudited) Restated	(Unaudited)	(Unaudited) Restated	(Audited)
1 Segment Revenue						
AAA	12,301	11,721	11,481	24,022	22,877	48,298
IS	3,460	3,555	3,638	7,015	7,712	15,068
BPS	1,682	1,747	2,621	3,429	5,113	9,150
OTHERS	46	32	20	78	33	60
Total Net Sales/Income From Operations	17,489	17,055	17,760	34,544	35,735	72,576
2 Segment Results (Gross Profit)						
AAA	1,682	1,012	1,503	2,694	3,050	6,365
IS	511	555	241	1,066	519	1,563
BPS	279	313	538	592	932	1,589
OTHERS	(326)	(412)	(584)	(738)	(1,157)	(2,467)
Total	2,146	1,468	1,698	3,614	3,344	7,050
Less:						
(i) Finance cost	52	135	236	187	444	759
(ii) Unallocable expenditure net of unallocable income	(410)	123	2,146	(287)	4,219	5,130
(iii) Exceptional items	-	-	-	-	-	-
Total Profit Before Tax	2,504	1,210	(684)	3,714	(1,319)	1,161

The 3i Infotech group executive management examines the group performance on basis of its business units and has identified Application, Automation, Analytics (AAA) , Infrastructure Services (IS) ,Business Process Services (BPS) as primary segments, OTHERS include Digital Media. The segment results have been arrived at before allocating certain expenses which are un-allocable in nature and are disclosed separately.

Unallocable expenditure net of unallocable income includes unallocated overheads, foreign exchange gain/(loss) (net), Other income, Depreciation and amortization expense.

Assets and liabilities used in the Company's business are not identified to any of the reportable segment, as these are used interchangeably between segments. The Management believes that it is not practicable to provide segment disclosure relating to total assets and liabilities since a meaningful segregation of the available data is onerous.



CONSOLIDATED

Notes to the financial results

- 4 The consolidated financial results for the quarter and half year ended September 30, 2025 have been extracted from the unaudited consolidated financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) 34 'Interim Financial Reporting' as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter and other accounting principles generally accepted in India. These consolidated financial results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on November 12, 2025.
- 5 The Company has consolidated financial results as per Indian Accounting Standard 110 "Consolidated Financial Statements".
- 6 During the quarter ended September 30, 2025 upon exercise of stock options under Employee Stock Option Scheme 2018, the Company has allotted in aggregate 59,500 (Fifty nine thousand five hundred) equity shares to its eligible employees.
- 7 As required under Ind AS 115 "Revenue from Contracts with Customers", unbilled revenue is accounted on estimate basis in respect of contracts where the contractual right to consideration is based on completion of contractual milestones as confirmed by the technical team and subsequently billed to customers based on their acceptance.
- 8 During the quarter ended September 30, 2025, the Company announced rights issue of upto 3,77,08,165 full paid equity shares of face value of INR 10 each ('Rights Equity Shares') at a price of INR 17 per rights equity share (including a premium of INR 7 per Rights Equity Share) for an aggregate amount of approximately upto INR 64.10 crores ('Rights Issue') to the eligible equity shareholders of the Company in the rights entitlement ratio of 2 Rights Equity Share for every 9 equity shares held as on the record date i.e. September 26, 2025, in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. The Rights Issue opened on October 07, 2025 and closed on October 27, 2025. The Company has allotted 3,77,08,165 Rights Equity Shares to the eligible applicants as decided by the Rights Issue Committee of the Board held on October 28, 2025. These Rights Equity Shares shall rank pari passu with the existing equity shares to the extent the amount paid up per Right Equity Share allotted to the respective applicants in various categories.

Consequent to above, the company's equity share capital has increased from INR 169.69 crores to INR 207.39 crores.
- 9 Other income for the quarter and half year ended September 30, 2025 includes an amount of INR 20.47 crores (equivalent to USD 2.26 millions) & INR 38.90 crores (equivalent to USD 4.41 millions) respectively received by 3i Infotech Inc., USA, a material subsidiary of the Company, pursuant to a refund from the Internal Revenue Service (IRS), Department of Treasury, USA, under the "Employee Retention Tax Credit (ERTC)" scheme.
- 10 Post the sale of product business carve-out from the Company in 2021, the new management had appointed various consultants and advisers to evaluate all long outstanding matters. Thereafter, based on the recommendations of new management, in September 2022, the Board had set up a Legacy Committee as a Sub - Committee of the Audit Committee, to evaluate and address all long outstanding matters. In the absence of sufficient supporting documents, the Company tried reaching across its former directors/Key Managerial Personnel (KMP). Due to unavailability of information, the necessary provision is recognized in the financial statements. Further, in its Board meeting held on January 31, 2024, the Board of the Company decided to initiate Forensic Audit with respect to the aforesaid legacy matters and the Board of the Company has engaged external consultants, who has submitted the final report, which has been reviewed, approved, and accepted by the Board in their meeting held on January 29, 2025.

As per the findings and observations in the final report, there are no further implications or adverse financial impact on the Company.
- 11 NuRe Infotech Solutions Pte. Ltd, Singapore, the Company's wholly owned subsidiary has been dissolved with effect from September 01, 2025.
- 12 Pursuant to the reinstatement of receivables related to the sale of IPR at prevailing exchange rates, the impact of resultant foreign exchange loss of INR 5.69 crores for the quarter ended September 30, 2024 and INR 5.97 crores for the half year ended September 30, 2024 was given in the Consolidated Financial Results.
- 13 The Group has applied its material accounting policies in the preparation of these financial results consistent with those followed in the annual audited consolidated financial statements for the year ended March 31, 2025.
- 14 The Statutory Auditors of the Company have conducted a limited review of the consolidated financial results for the quarter and half year ended September 30, 2025 pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and have expressed qualified conclusion in their review report.
- 15 Figures for the previous periods have been regrouped / rearranged / reclassified wherever necessary to make them comparable with those of current period.
- 16 The results for the quarter ended September 30, 2025 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-infotech.com).
- 17 The disclosure in respect of standalone financials are as under:

Particulars	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
	(Unaudited)	(Unaudited)	(Unaudited) Restated	(Unaudited)	(Unaudited) Restated	(Audited)
Net Sales/Income from Operations	8,470	8,552	8,940	17,022	17,917	36,462
Profit / (Loss) before unwinding of discount under Ind AS 109 & Tax	348	140	632	488	(968)	1,895
Profit / (Loss) before tax	348	140	1,353	488	453	4,725
Profit / (Loss) for the period	348	140	1,353	488	453	6,265
Total comprehensive income for the period	442	133	1,515	575	569	6,244

(Rupees In Lakhs)

By order of the Board
for 3i Infotech Limited

UTTAM PRAKASH
AGARWAL

CA. Uttam Prakash Agarwal

Non-Executive Chairman and Independent Director

Digitally signed by UTTAM
PRAKASH AGARWAL
Date: 2025.11.12 18:19:25 +05'30'

Navl Mumbai
November 12, 2025



CKSP AND CO LLP

Chartered Accountants

(A Member Firm of 'C K S P & AFFILIATES')

Regd. Off. : A-312, 3rd Floor, Royal Sands C.H.S.L., Shashtri Nagar, Andheri West,

Mumbai – 400 053, Maharashtra, India. Email: contact@cksp1lp.com Website : www.cksp1lp.com

Independent Auditor's Limited Review Report on the Unaudited Standalone Financial Results of 3i Infotech Limited for the quarter and half year ended 30/09/2025, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To

The Board of Directors
3i Infotech Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of 3i Infotech Limited (the 'Company') for the quarter and half year ended 30/09/2025 (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 'Listing Regulations'). We have initialled the Statement for identification purpose only.
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors in its meeting held on 12/11/2025, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ('Ind AS') 34 - 'Interim Financial Reporting' prescribed under section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express 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 ('ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free from material misstatement. A review is limited primarily to inquiries of the Company persons responsible for financial and accounting matters 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.
4. Based on our review conducted and procedure 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 recognition and measurement principles laid down in the aforesaid Ind AS prescribed under Section 133 of the Act, as amended, read with relevant rules issued there-under and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 9 to the Statement regarding all long outstanding matters. As represented by the Company's management, the independent consultant has concluded the investigation and there is no further impact on the Statement. Our conclusion on the Statement is not modified in respect of this matter.
6. The Statement includes figures for the quarter and half year ended 30/09/2024, which were reviewed by the then statutory auditors and their review report dated 30/10/2024 expressed disclaimer of conclusion. Our conclusion on the statement is not modified in respect of this matter.

For CKSP AND CO LLP
Chartered Accountants
FRN - 131228W/W100044

DHANANAJAY
PREMCHAND
JAISWAL

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DHANANAJAY
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Date: 2025.11.12
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Dhananajay Jaiswal
Partner

M. No.: 187686

UDIN: 25187686BMJGSG2411

Place: Navi Mumbai

Date: 12/11/2025



CKSP AND CO LLP is a Limited Liability Partnership with LLP Registration No. AAC – 8300
CKSP & AFFILIATES – Registration no. NRN/0043/W

STANDALONE



3i Infotech

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Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.

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Statement of Unaudited Standalone Financial Results for the Quarter and Half Year ended September 30, 2025

(Rs. in lakhs, except for per share data)

Particulars	Quarter Ended			Year to Date		Year Ended
	30-09-2025	30-06-2025	30-09-2024	30-09-2025	30-09-2024	31-03-2025
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I Revenue from Operations	8,470	8,552	8,940	17,022	17,917	36,462
II Other Income (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Investment in Preference Shares)	1,633	575	1,569	2,208	1,624	4,113
III Total Income (I+II)	10,103	9,127	10,509	19,230	19,541	40,575
IV Expenses						
(a) Employee benefits expense	5,044	4,957	5,049	10,001	10,277	19,570
(b) Cost of third party products and services	2,727	2,668	3,280	5,395	6,775	12,650
(c) Finance costs	91	164	215	255	409	667
(d) Depreciation and amortization expense	409	401	646	810	1,257	2,439
(e) Other expenses	1,484	797	687	2,281	1,791	3,354
Total Expenses (IV)	9,755	8,987	9,877	18,742	20,509	38,680
V Profit / (Loss) before Unwinding of discount under Ind AS 109 on fair valuation of preference shares and Tax (III-IV)	348	140	632	488	(968)	1,895
VI Unwinding of discount under Ind AS 109 on fair valuation of preference shares	-	-	721	-	1,421	2,830
VII Profit / (Loss) before Exceptional Items and Tax (V+VI)	348	140	1,353	488	453	4,725
VIII Exceptional Items	-	-	-	-	-	-
IX Profit / (Loss) before Tax (VII-VIII)	348	140	1,353	488	453	4,725
X Tax expense	-	-	-	-	-	(1,540)
XI Profit / (Loss) for the period (IX-X)	348	140	1,353	488	453	6,285
XII Other Comprehensive Income						
A. (i) Other Comprehensive income not to be reclassified to profit and loss	94	(7)	162	87	116	(21)
(ii) Income tax relating to items that will not be reclassified to profit and loss.	-	-	-	-	-	-
B. (i) Other Comprehensive income will be reclassified to profit and loss	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit and loss.	-	-	-	-	-	-
XIII Total Comprehensive Income for the period (XI+XII)	442	133	1,515	575	569	6,244
XIV Paid-up equity share capital (Face value of Rs.10 per share)	16,969	16,963	16,940	16,969	16,940	16,983
XV Other Equity (Excluding Revaluation Reserve)	-	-	-	-	-	(11,679)
XVI Earnings per equity share (Rs.)*						
Basic EPS	0.20	0.08	0.77	0.28	0.26	3.56
Diluted EPS	0.20	0.08	0.76	0.28	0.26	3.54

* Basic and diluted earnings / (loss) per share for all the previous periods / year have been retrospectively adjusted for the bonus element in respect of the Rights Issue allotted subsequent to September 30, 2025. Earnings per equity share for the quarter and half year ended are not annualised.

See accompanying notes to the standalone financial results



STANDALONE



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Notes to the financial results

1. Standalone Statement of Assets and Liabilities as at September 30, 2025

(Rupees in Lakhs)

Particulars		As at 30-09-2025 (Unaudited)	As at 31-03-2025 (Audited)
ASSETS			
A	Non-current assets		
a	Property, plant and equipment	90	118
b	Right-to-use assets	12,361	12,794
c	Other Intangible assets	1,817	2,002
d	Intangible Assets Under Development	-	96
e	Financial assets		
i)	Investments	10,793	10,793
ii)	Other financial assets	689	579
f	Deferred tax assets (net)	1,540	1,540
g	Income tax asset (net)	7,661	6,871
h	Other non-current assets	316	382
	Total non-current assets	35,267	35,175
B	Current assets		
a	Financial assets		
i)	Trade receivables	5,209	4,642
ii)	Cash and cash equivalents	1,139	700
iii)	Other balances with banks	1,879	1,964
iv)	Loans	1,091	896
v)	Other financial assets	3,246	4,161
b	Other current assets	628	552
	Total current assets	13,192	12,915
	TOTAL ASSETS	48,459	48,090
EQUITY AND LIABILITIES			
A	Equity		
a	Equity Share capital	16,969	16,963
b	Other equity	(1,179)	(1,850)
	Equity attributable to shareholders of the Company	15,790	15,113
	Total equity	15,790	15,113
B	Liabilities		
	Non-current liabilities		
a	Financial liabilities		
i)	Lease Liabilities	986	1,319
ii)	Other financial liabilities	621	621
b	Provisions	1,458	1,452
	Total non-current liabilities	3,065	3,392
	Current liabilities		
a	Financial liabilities		
i)	Borrowings	4,767	4,602
ii)	Lease Liabilities	660	627
iii)	Trade and other payables		
-	Trade payables to Micro Enterprises and Small Enterprises	329	247
-	Trade payables to others	8,827	8,796
iv)	Other financial liabilities	2,614	2,141
v)	Legacy related liabilities & assets	11,838	12,351
b	Provisions	334	428
c	Other current liabilities	235	393
	Total current liabilities	29,604	29,585
	TOTAL EQUITY AND LIABILITIES	48,459	48,090



STANDALONE



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Tel No.:022-7123 8000

Notes to the financial results

2. Standalone Cash Flow Statement

(Amount in INR Lakhs)

Particulars	Half Year Ended 30-09-2025 (Unaudited)	Year Ended 31-03-2025 (Audited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit/(Loss) before tax from:		
Continuing operations	488	4,725
Profit before tax including discontinued operations	488	4,725
Adjustments for:		
Depreciation and amortisation expense	810	2,439
Employee share-based payment expense	56	115
Allowance for doubtful debts	389	(120)
(Gain)/Loss on modification of leased assets (IndAS116)	-	(294)
Interest Income-Security deposit IND AS	(13)	(22)
Provision for intangible assets impairment	(54)	(1,800)
Net (Gain)/loss on disposal of property, plant and equipment	-	(3)
Interest Income on Financial Assets at Amortised Cost	-	(2,830)
Interest income classified as investing cash flows	(307)	(450)
Interest on income tax refund	-	(77)
Finance costs	255	617
Net foreign exchange differences	(1,073)	(2,948)
Change in operating assets and liabilities:		
(Increase)/Decrease in trade receivables	(347)	2,198
Increase/(Decrease) in trade payables	171	(180)
(Increase)/Decrease in other financial assets	886	(1,006)
(Increase)/Decrease in other non-current assets	66	(104)
(Increase)/Decrease in other current assets	(78)	18
Increase/(Decrease) in provisions	(1)	63
Increase/(Decrease) in other current liabilities	276	(546)
Cash generated from operations	1,524	(205)
Less: Income taxes paid / (Refund) (Net)	790	(172)
Net cash inflow from operating activities	734	(33)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for property, plant and equipment and intangible assets	(6)	(7)
Bank deposits matured / (placed)	85	(341)
Intangible asset under development	-	1,371
Interest received	40	197
Proceeds from sale of property, plant and equipment	-	11
Net cash inflow (outflow) from investing activities	119	1,231
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payment of Lease Liabilities	(391)	(1,264)
Loan from Related party	165	723
Loan to Related party	(195)	(706)
Proceeds from issue of shares	6	40
Net cash inflow (outflow) from financing activities	(415)	(1,207)
Net increase (decrease) in cash and cash equivalents	438	(9)
Effect due to the changes in foreign currency	1	1
Cash and Cash Equivalents at the beginning of the financial year	700	708
Cash and Cash Equivalents at end of the period / year	1,139	700



Notes to the financial results

- 3 The standalone financial results for the quarter and half year ended September 30, 2025 have been extracted from the unaudited standalone financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) 34 'Interim Financial Reporting' as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. These standalone financial results have been reviewed and recommended by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on November 12, 2025.
- 4 Other income for the quarter includes interest income on fixed deposits and loans to related parties, sundry balances written back, gain on disposal of property, plant and equipment, foreign exchange gain (net) and miscellaneous income.
- 5 As required under Ind AS 115 "Revenue from Contracts with Customers", unbilled revenue is accounted on estimate basis in respect of contracts where the contractual right to consideration is based on completion of contractual milestones as confirmed by the technical team and subsequently billed to customers based on their acceptance.
- 6 The segment information, pursuant to the requirement of Ind AS 108 "Operating Segments", is given as part of the consolidated financial results.
- 7 During the quarter ended September 30, 2025, the Company announced rights issue of upto 3,77,08,165 full paid equity shares of face value of INR 10 each ('Rights Equity Shares') at a price of INR 17 per rights equity share (including a premium of INR 7 per Rights Equity Share) for an aggregate amount of approximately upto INR 64.10 crores ('Rights Issue') to the eligible equity shareholders of the Company in the rights entitlement ratio of 2 Rights Equity Share for every 9 equity shares held as on the record date i.e. September 26, 2025, in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. The Rights Issue opened on October 07, 2025 and closed on October 27, 2025. The Company has allotted 3,77,08,165 Rights Equity Shares to the eligible applicants as decided by the Rights Issue Committee of the Board held on October 28, 2025. These Rights Equity Shares shall rank pari passu with the existing equity shares to the extent the amount paid up per Right Equity Share allotted to the respective applicants in various categories.
- Consequent to above, the company's equity share capital has increased from INR 169.69 crores to INR 207.39 crores.
- 8 During the quarter ended September 30, 2025 upon exercise of stock options under Employee Stock Option Scheme 2018, the Company has allotted in aggregate 59,500 (Fifty nine thousand five hundred) equity shares to its eligible employees.
- 9 Post the sale of product business carve-out from the Company in 2021, the new management had appointed various consultants and advisers to evaluate all long outstanding matters. Thereafter, based on the recommendations of new management, in September 2022, the Board had set up a Legacy Committee as a Sub - Committee of the Audit Committee, to evaluate and address all long outstanding matters occurred during the tenure of erstwhile Board of directors / management. In the absence of sufficient supporting documents, the Company tried reaching across its former directors/Key Managerial Personnel (KMP). Due to unavailability of information, the necessary provision is recognized in the financial statements.
- These inter-company issues, their current status and its accounting impact is explained below:
- A. The Company has an outstanding liability payable towards purchase of Intellectual Property Rights (IPR), since 2012 to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC amounting to INR 1,06,638.84 Lakhs. The liability towards purchase of IPR was not settled by the Company within the time limit prescribed under FEMA Regulations and the Company had approached Reserve Bank of India (RBI) in 2013 through authorized dealer to extend the timeline for repayment of the aforesaid liability till March 31, 2017. Not being able to settle the liability even by 2017, the Company had thereafter made an application to the Reserve Bank of India (RBI), through its authorized dealer vide letter dated March 05, 2019 and subsequently on October 23, 2020, for set-off of the liability/ payables to foreign branch in Dubai/ 3i Infotech (Middle East) FZ LLC of INR 1,06,638.84 Lakhs against its trade receivables then due from 3i Infotech Inc, 3i Saudi Arabia and 3i Africa of INR 39,233.00 Lakhs, INR 11,347.00 Lakhs and INR 3,046.00 Lakhs respectively. The Company has not received the RBI approval till reporting date.
- B. The Company is carrying certain long outstanding receivables from various foreign subsidiaries (including shown above) amounting to INR 43,744.70 Lakhs as at September 30, 2025. Considering the current market scenario and low operations in many of the subsidiaries, and even though the Company has a net payable position with respect to the receivables and payables balances of its subsidiaries, the Company recognized a loss allowance amounting to INR 33,569.50 Lakhs till September 30, 2025 on a conservative and prudent basis. The net balance outstanding from subsidiaries (net off provisions) is INR 10,175.20 Lakhs as at September 30, 2025.
- C. The Company had made investments in Equity and Redeemable Convertible Preference Shares of 3i Infotech Holdings Private Limited in Mauritius between 2006-07 to 2011-12. The Company has recognized a provision for diminution in value of investments of INR 89,169.65 Lakhs till September 30, 2025. The net outstanding balance of investment in this subsidiary is INR 86,179.02 Lakhs.
- The Company had not been able to meet its obligation of payment of INR 1,06,638.84 Lakhs to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC, consequently leading to a cascading effect of 3i Infotech FZLLC not being able to payback amount due to 3i Infotech Inc. and 3i Infotech Holdings Pvt Ltd in Mauritius. Further, it has had a cascading effect of 3i Infotech Inc. not being able to redeem the preference shares issued by it to 3i Infotech Holdings Pvt Ltd. In view of the non-realization of the preference shares in 3i Infotech Inc and the loan to 3i Infotech (Middle East) FZLLC, 3i Infotech Holdings Pvt Ltd has not been able to redeem the preference shares of 3i Infotech Limited. Thus, effectively non-payment of the obligation of INR 1,06,638.84 Lakhs by the Company to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC has led to the non-realization of the preference shares invested in by the Company.
- Further, in its board meeting held on January 31, 2024, the Board of the Company decided to initiate Forensic Audit with respect to the aforesaid legacy matters and the Board of the Company has engaged external consultants, who has submitted the final report, which has been reviewed, approved, and accepted by the Board in their meeting held on January 29, 2025.
- As per the findings and observations in the final report, there are no further implications or adverse financial impact on the Company.
- There is no major change in the quantum of investments/receivables and payables from/to these subsidiaries since 2012. It has always been the intention to settle the receivables and payables on a net basis, subject to the legal and the regulatory approvals. The Company has made impairment provisions against receivables and investments on a prudent and conservative basis in view of the delay in obtaining the legal and regulatory approvals. As and when such approvals are received in future, the estimate of the recoverable amounts will be suitably revised.
- 10 Material accounting policies in preparation of these standalone financial results are consistent with those followed in the annual audited financial statements for the year ended March 31, 2025.
- 11 The Statutory Auditors of the Company have conducted a limited review of the standalone financial results for the quarter and half year ended September 30, 2025 pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and have expressed unmodified conclusion in their review report.
- 12 Figures for the previous periods have been regrouped / rearranged / reclassified wherever necessary to make them comparable with those of current period.
- 13 The results for the quarter ended September 30, 2025 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-infotech.com).

Navi Mumbai
November 12, 2025

By order of the Board
for 3i Infotech Limited

UTTAM PRAKASH
AGARWAL

Digitally signed by UTTAM
PRAKASH AGARWAL
Date: 2025.11.12 18:20:36 +05'30'

CA. Uttam Prakash Agarwal
Non-Executive Chairman and Independent Director





Annexure 1

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Particulars	Details
Name	Mr. Raj Ahuja
reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Change in designation from Acting Chief Executive Officer to Group Chief Executive Officer
Date of appointment /re-appointment/ cessation	November 12, 2025 (Date of redesignation)
Brief profile (in case of appointment)	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

3i Infotech Ltd.

CIN: L67120MH1993PLC074411

Tower #5, 3rd to 6th floors and Tower #6, 6th floor,
International Infotech Park, Vashi, Navi Mumbai-400 703.

Email : marketing@3i-infotech.com

www.3i-infotech.com

Annexure 2

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Particulars	Details (Appointment)	Details (Cessation)	Details (Resignation)
Name	Mr. Kalpesh Shah	Mr. Vaibhav Somani	Mr. Vinod Pahlawat
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Mr. Kalpesh Shah as Chief Financial Officer and Key Managerial Personnel of the Company	Cessation of Mr. Vaibhav Somani as Acting Chief Financial Officer and Key Managerial Personnel of the Company.	Resignation to pursue new professional opportunity
Date of appointment /re-appointment/cessation	November 13, 2025	Closing of business hours of November 12, 2025	November 12, 2025 (Date of Resignation)
Brief profile (in case of appointment)	Mr. Kalpesh Shah brings with him 25+ years of extensive experience across global technology and service-based organizations, including DXC Technology (formerly Hewlett Packard ES), Zensar Technologies, and other reputed firms. He has a proven track record in financial strategy, business finance, pricing, P&L management, investment planning, and risk management, and has led high-performing finance teams across India and Asia.	Not Applicable	Not Applicable

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From: Vinod Pahlawat/Sales/Noida <[REDACTED]>
Date: Wednesday, 12 November 2025 at 12:46 PM
To: Raj Ahuja/CEO_Office/Mumbai <[REDACTED]>
Cc: Shilpa Pai/HR/Mumbai <[REDACTED]>
Subject: Resignation from the Position of Chief Growth Officer

Dear Raj,

We both exchanged text and subsequently discussed on the subject.

After careful thought and reflection, I have decided to step down from my role as Chief Growth Officer, at 3i Infotech Ltd, and would like to formally submit my resignation. An extremely difficult decision, not born out of any dissatisfaction, but due to a significant career opportunity that's hard to ignore.

At the outset, I want to express my gratitude for an amazing working/personal relationship between both of us. Though my stint relatively short one — just about eight months — has been immensely enriching and fulfilling working under your guidance. The learning, exposure, and trust I've experienced, especially under your leadership, have left a strong impression on me.

I will ensure a smooth and seamless transition of my responsibilities during the notice period. Please let me know how best I can assist in this process to support business continuity.

Thank you once again, Raj, for your trust, guidance, and the inspiring leadership you've extended throughout my time here. This decision comes with deep respect and gratitude toward you and the entire organization.

I am sure our camaraderie will continue and shall keep collaborating wherever possible in our next phases of professional/personal journeys.

Regards,

Vinod Pahlawat

Chief Growth Officer - Global

Annexure 3

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particular	Details
1	Brief details of options granted	29,44,000 stock options granted to the identified employee of the Company under the ESOP 2023
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
3	Total number of shares covered by these options	29,44,000 equity shares
4	Pricing formula	Rs. 10/- per stock option
5	Vesting Schedule	1 st year – 30% 2 nd year – 30% 3 rd year – 40%
6	Time within which option may be exercised	5 years from the Vesting Date
7	Options exercised	Not Applicable
8	Money realized by exercise of options	
9	The total number of shares arising as a result of exercise of option	
10	Options lapsed	
11	Variation of terms of options	
12	Brief details of significant terms	<ul style="list-style-type: none"> The ESOP 2023 provides the manner in which stock options would be dealt with in case of death, permanent incapacity, resignation, termination, retirement, etc. The equity shares pursuant to the exercise of the stock options, would be pari-passu to the existing equity shares in all respects and would not be subject to lock-in.
13	Subsequent changes or cancellation or exercise of such options	Not Applicable
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable

3i Infotech Ltd.

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Annexure 4

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particular	Details
1	Brief details of options granted	1,31,766 stock options under ESOS 2018 and 1,37,048 stock options under ESOP 2023 granted to existing stock option holders
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable);	Yes
3	Total number of shares covered by these options	2,68,814 equity shares
4	Pricing formula	Rs. 10/- per stock option
5	Vesting Schedule	As per the original grant schedule applicable to the respective existing stock option holders.
6	Time within which option may be exercised	As per the original grant period applicable to the respective existing stock option holders.
7	Options exercised	Not Applicable
8	Money realized by exercise of options	
9	The total number of shares arising as a result of exercise of option	
10	Options lapsed	
11	Variation of terms of options	
12	Brief details of significant terms	As per the original terms applicable to the respective existing stock option holders.
13	Subsequent changes or cancellation or exercise of such options	Not Applicable
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable

3i Infotech Ltd.

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