

Date: February 13, 2026

To,
BSE Limited,
Listing Department,
P.J. Towers, Dalal Street,
Mumbai – 400001.

NSE Limited,
Listing Department,
Exchange Plaza, Plot No. C/1, G Block,
BKC, Bandra (East), Mumbai – 400051.

Scrip Code: 503101

NSE symbol: MARATHON

Sub: Outcome of Board Meeting held on Friday, February 13, 2026

Ref: Regulation 30 and 33 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”)

Dear Sir/Madam,

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this is to inform you that the Board of Directors of the Company at its meeting held today i.e. **Friday, February 13, 2026** have *inter-alia* considered and approved the following:

1. The Unaudited Financial Results (Standalone and Consolidated) of the Company for the third quarter and nine months ended December 31, 2025. A copy of Unaudited Financial Results of the Company along with the Limited Review Report are enclosed herewith as ‘**Annexure-I**’.

Further to our intimation dated December 29, 2025, the Trading Window for dealing in the securities of the Company which was closed for the designated persons of the Company and/ or their immediate relatives with effect from Thursday, January 01, 2026 and will remain closed till Sunday, February 15, 2026.

2. Acquisition of 90% shareholding in Sunset Spaces Private Limited (SSPL). The disclosures required under Regulation 30 of the Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the above Investments/acquisitions, are enclosed as ‘**Annexure II**’.
3. Investment upto Rs. 70.00 Crores in Nexzone IT Infrastructure Private Limited, wholly owned subsidiary of Marathon Nextgen Realty Limited by subscribing to its optionally convertible Debentures.
4. Conversion of unsecured loan upto Rs. 75.00 Crores of Nexzone Fiscal Services Private Limited (NZFS), a subsidiary of the Company into 0% Optionally Convertible Debentures (OCDs). The detailed terms and conditions governing the conversion shall be finalized and mutually agreed upon between the parties.

The Board meeting commenced at 2:40 p.m. and concluded at 3:45 p.m.

This is for your information and record.

Yours Truly,
Marathon Nextgen Realty Limited

Yogesh Patole
Company Secretary and Compliance Officer
M.No.:- A48777

RAJENDRA & CO.
CHARTERED ACCOUNTANTS

1311 Dalamal Tower 211 Nariman Point Mumbai 400021 Tel : 6630 6735 / 2283 4266 E-mail : contact@rajendraco.com

Independent Auditor's Review Report on the quarterly and year to date unaudited Standalone Financial Results of the MARATHON NEXTGEN REALTY LIMITED (Company) pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

REVIEW REPORT

To The Board of Directors

MARATHON NEXTGEN REALTY LIMITED

1. We have reviewed the accompanying statement of unaudited standalone financial results of **MARATHON NEXTGEN REALTY LIMITED** (the "Company") for the quarter and nine months ended 31st December, 2025 (the "Statement") attached herewith, 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"), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016 ("the Circular").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended; read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('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 the Listing Regulations, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **Rajendra & Co.**
Chartered Accountants
Firm Registration No 108355W

Akshay Shah

Akshay Shah

Partner

Membership Number: 103316

UDIN: 26103316 VG XA SM 1320

Place: Mumbai

Date: 13th February, 2026



MARATHON NEXTGEN REALTY LIMITED

Regd. Office : Marathon Futurex, N.M. Joshi Marg, Lower Parel (West), Mumbai 400 013.

CIN - L65990MH1978PLC020080

UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER 2025

(₹. in Lakhs - Except Equity share data)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
1 Revenue from operations	2,194.08	6,270.06	3,892.11	10,856.72	16,823.98	24,194.22
2 Other income	2,263.53	4,302.87	2,236.12	11,475.48	4,456.14	8,182.04
3 Total Income (1+2)	4,457.61	10,572.93	6,128.23	22,332.20	21,280.12	32,376.26
4 Expenses:						
(a) Property development expenses	1,342.39	2,022.81	2,428.74	5,130.52	7,964.26	9,996.08
(b) Changes in inventories	(920.69)	480.27	(1,280.23)	(1,023.85)	(855.72)	1,801.76
(c) Employee benefits expense	360.78	412.31	311.37	1,124.85	898.58	1,224.98
(d) Finance costs	3.82	63.33	673.49	1,146.61	2,673.04	3,948.93
(e) Depreciation and Amortization	26.97	26.38	54.85	86.55	180.87	223.03
(f) Other expenses	364.68	623.28	574.50	1,545.36	1,375.50	1,854.84
Total expenses	1,177.95	3,628.38	2,762.72	8,010.04	12,236.53	19,049.62
5 Profit/(loss) before exceptional items and tax (3-4)	3,279.66	6,944.55	3,365.51	14,322.16	9,043.59	13,326.64
6 Exceptional Items [Refer Note 4]	77.93	-	-	77.93	-	-
7 Profit/(Loss) before tax (5-6)	3,201.73	6,944.55	3,365.51	14,244.23	9,043.59	13,326.64
8 Tax expense:						
(a) Current tax	(800.00)	(1,150.00)	(570.00)	(2,850.00)	(1,611.00)	(2,450.00)
(b) Deferred tax	(57.56)	(23.83)	18.92	9.13	(154.28)	(107.17)
(c) Excess/Short provision of earlier year	(57.50)	-	-	(57.50)	-	-
Total tax expense	(915.06)	(1,173.83)	(551.08)	(2,898.37)	(1,765.28)	(2,557.17)
9 Profit/(Loss) for the period (7-8)	2,286.67	5,770.72	2,814.43	11,345.86	7,278.31	10,769.47
10 Share of Profit/(loss) of Joint Ventures	500.53	280.26	669.72	1,679.54	2,199.90	2,806.53
11 Net Profit/(loss) for the period (9+10)	2,787.20	6,050.98	3,484.15	13,025.40	9,478.21	13,576.00
12 Other Comprehensive Income(OCI)						
(a) Items that will not be reclassified to profit or loss	(3.07)	(4.03)	(7.51)	(11.14)	(8.32)	(16.13)
(b) Income tax relating to items that will not be reclassified to profit or loss	0.77	1.01	1.89	2.80	2.09	4.06
Total Other Comprehensive Income	(2.30)	(3.02)	(5.62)	(8.34)	(6.23)	(12.07)
13 Total Comprehensive Income for the period (11+12)	2,784.90	6,047.96	3,478.53	13,017.06	9,471.98	13,563.93
14 Paid-up equity share capital	3,371.03	3,371.03	2,560.41	3,371.03	2,560.41	2,560.41
15 Other equity (Excluding Revaluation Reserve)						1,06,238.13
16 Earnings per equity share (Face value of ₹. 5/- each)						
Basic	4.13	8.97	6.80	20.99	18.51	26.51
Diluted	4.13	8.97	6.80	20.98	18.50	26.50



Notes

1	The unaudited financial results, after review by the Audit Committee, have been approved and taken on record by the Board of Directors at its meeting held on 13th February, 2026. The Statutory Auditors of the Company have carried out a "Limited Review" of the results for the quarter and nine months ended 31st December, 2025 in terms of Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015. The unaudited financial results are prepared in accordance with the principles of Indian Accounting Standard (Ind AS) as notified under the Companies (Indian Accounting Standard) Rules 2015 specified in Section 133 of the Companies Act, 2013.
2	Company is operating in a single segment i.e. business of real estate. Hence, disclosure of segment wise information is not required as per IndAS 108 "Operating Segments".
3	The Board of Directors of the Company at its meeting held on 31st March, 2025 approved the Composite Scheme of Amalgamation and Arrangement amongst Matrix Water Management Private Limited, Sanvo Resorts Private Limited, Marathon Realty Private Limited, Matrix Enclaves Projects Developments Private Limited, Matrix Land Hub Private Limited, Marathon Nextgen Realty Limited, Marathon Energy Private Limited and their respective shareholders and creditors under Sections 230 to 232 and other applicable sections and provisions of the Companies Act, 2013 ("Scheme"). The said Scheme of Amalgamation, with an Appointed Date of January 1, 2025 is subject to the requisite approvals and sanction of the jurisdictional bench of National Company Law Tribunal ("NCLT") and subject to the approval of shareholders and/or creditors of the Company, Central Government, or such other competent authorities as may be directed by the NCLT. The said scheme will be filed with NCLT once "No objection certificates" are received from the stock exchanges i.e. BSE & NSE.
4	<p>The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations.</p> <p>The new Labour Codes has resulted in a one-time increase in provision for employee benefits of the company. The estimated impact of these changes as assessed and recognised by the Company amounts to ₹. 77.93 lakhs based on actuarial valuation report obtained specifically for the period ended December 31, 2025 and as per IndAS 19 "Employee Benefits" The same is presented, in line with the guidance provided by the Institute of Chartered Accountants of India, as an exceptional item in the financial results of the Company.</p> <p>Once Central / State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate the impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment.</p>
5	Out of total proceeds of Qualified Institutional Placement (QIP) ₹. 89,999.93 Lakhs, ₹.54,668.89 Lakhs has been utilized for the object of the QIP and ₹ 1009.60 Lakhs for Issue related expenses upto 31st December, 2025 as per object of QIP in Placement Documents filed with Securities and Exchange Board of India (SEBI) on 30th June 2025 and balance proceeds of ₹ 34,289.81 Lakhs are invested in the Mutual Funds and bonds and ₹. 31.63 Lakhs are lying in the bank account.
6	Figures for the previous period are reclassified/re-arranged/re-grouped, wherever necessary.

For MARATHON NEXTGEN REALTY LIMITED



Chetan R Shah

Chetan R Shah (DIN- 00135296)
CHAIRMAN AND MANAGING DIRECTOR

Place : Mumbai
Date :13th February 2026



RAJENDRA & CO.
CHARTERED ACCOUNTANTS

1311 Dalamal Tower 211 Nariman Point Mumbai 400021 Tel : 6630 6735 / 2283 4266 E-mail : contact@rajendraco.com

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the MARATHON NEXTGEN REALTY LIMITED (Company) pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

REVIEW REPORT

To The Board of Directors

MARATHON NEXTGEN REALTY LIMITED

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of **Marathon Nextgen Realty Limited** (the "Holding Company") which includes its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), and joint ventures for the quarter and nine months ended 31st December, 2025 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations"), as amended.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review 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 Statement is free from material misstatement. 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 No. CIR/CFD/CMD1/44/2019 dated 29th March, 2019 issued by the Securities Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The statement includes the result of following entities:

Sr. No.	Name of entity	Relationship
1	Marathon Nextgen Realty Limited	Holding Company
2	Terrapolis Assets Private Limited	Wholly owned subsidiary
3	Marathon Nexzone Land Private limited	Wholly owned subsidiary
4	Kanchi Rehab Private Limited	Wholly owned subsidiary
5	Marathon Energy Private limited	Wholly owned subsidiary
6	Nexzone IT infrastructure Private limited	Wholly owned subsidiary



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1311 Dalamal Tower 211 Nariman Point Mumbai 400021 Tel : 6630 6735 / 2283 4266 E-mail : contact@rajendraco.com

7	Nexzone Water Management Private limited	Wholly owned subsidiary
8	Nexzone Fiscal Services Private Limited	Subsidiary
9	Sanvo Resorts Private Limited	Subsidiary
10	Columbia Chrome (India) Private Limited	Joint Venture
11	Swayam Realtors & Traders LLP	Joint Venture

5. The Statement includes

(a) Financial results of seven subsidiaries, whose financial information reflects total revenues of Rs. 6,506.45 Lakhs and Rs. 8,870.26 lakhs, total net profit/(loss) after tax of Rs. 22.99 Lakhs and Rs. (182.38 Lakhs) and total other comprehensive loss of NIL and Rs. 0.57 Lakhs for the quarter and nine months ended 31st December, 2025 respectively and Group's share of net profit (including other comprehensive income) of Rs. 500.53 lakhs and Rs. 1,679.54 Lakhs for the quarter and nine months ended 31st December, 2025 respectively in respect of one joint venture, as considered in the Statement, whose financial statements have not been reviewed by us. These financial statements have been reviewed by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these entities, are based solely on the report of the other auditors.

(b) Group's share of net profit (including other comprehensive income) of Rs. Nil and Rs. Nil for the quarter and nine months ended 31st December, 2025 respectively, in respect of one joint venture, whose unaudited financial statements have been furnished to us by the Management of the Company and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these entities, are based solely on such unaudited Financial result.

6. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('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 the Listing Regulations, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **Rajendra & Co.**
Chartered Accountants
Firm Registration No 108355W

Akshay

Akshay Shah

Partner

Membership No.103316

UDIN: 26103316BSWU0Y8873

Mumbai

Date: 13th February 2026



MARATHON NEXTGEN REALTY LIMITED
 Regd. Office : Marathon Futurex, N.M. Joshi Marg, Lower Parel (West), Mumbai 400 013.
 CIN - L65990MH1978PLC020080

UN-AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER 2025

(₹. in Lakhs - Except Earning Per Share)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
1 Revenue from operations	12,490.25	11,685.21	12,335.08	38,256.93	43,155.26	58,013.53
2 Other income	1,588.79	3,821.20	2,623.75	10,420.43	5,682.67	9,626.84
3 Total Income (1+2)	14,079.04	15,506.41	14,958.83	48,677.36	48,837.93	67,640.37
4 Expenses:						
(a) Property development expenses	4,262.20	7,679.12	9,255.36	21,888.30	25,961.23	39,084.14
(b) Changes in inventories	4,356.89	(1,704.96)	(1,847.20)	1,968.67	455.17	(3,432.24)
(c) Employee benefits expense	628.38	660.13	441.14	1,877.51	1,318.22	1,783.43
(d) Finance costs	9.15	207.13	868.47	1,426.90	4,057.66	5,876.91
(e) Depreciation and Amortization	39.29	38.70	65.98	125.40	212.84	265.78
(f) Other expenses	738.15	849.33	844.80	2,724.66	2,243.88	3,273.56
Total expenses	10,034.06	7,729.45	9,628.55	30,011.44	34,249.00	46,851.58
5 Profit/(loss) before exceptional items and tax (3-4)	4,044.98	7,776.96	5,330.28	18,665.92	14,588.93	20,788.79
6 Exceptional Items (Refer Note 4)	226.87	-	-	226.87	-	-
7 Profit/(Loss) before tax (5-6)	3,818.11	7,776.96	5,330.28	18,439.05	14,588.93	20,788.79
8 Tax expense:						
(a) Current tax	(1,143.70)	(1,362.25)	(1,089.00)	(4,040.10)	(3,014.00)	(4,470.00)
(b) Deferred tax	203.76	(41.40)	27.61	111.12	(110.50)	(31.88)
(c) Excess/Short provision of earlier year	(106.03)	-	(33.95)	(106.03)	(33.95)	(40.31)
Total tax expense	(1,045.97)	(1,403.65)	(1,095.34)	(4,035.01)	(3,158.45)	(4,542.19)
9 Profit/(Loss) for the period (7-8)	2,772.14	6,373.31	4,234.94	14,404.04	11,430.48	16,246.60
10 Share of Profit/(loss) of Joint Ventures	500.53	280.27	669.72	1,679.54	2,199.90	2,806.53
11 Net Profit/(loss) for the period (9+10)	3,272.67	6,653.58	4,904.66	16,083.58	13,630.38	19,053.13
12 Other Comprehensive Income(OCI)						
(a) Items that will not be reclassified to profit or loss	(51.58)	(4.88)	(10.91)	(61.35)	(12.03)	(19.55)
(b) Income tax relating to items that will not be reclassified to profit or loss	12.98	1.16	2.75	15.30	3.03	4.63
Total Other Comprehensive Income	(38.60)	(3.72)	(8.16)	(46.05)	(9.00)	(14.92)
13 Total Comprehensive Income for the period (11+12)	3,234.07	6,649.86	4,896.50	16,037.53	13,621.38	19,038.21
14 Profit for the year attributable to:						
(i) Owners of the Company	3,232.52	6,604.78	4,788.70	15,825.58	13,325.43	18,655.02
(ii) Non-controlling interest	40.16	48.80	115.96	258.01	304.95	398.11
	3,272.68	6,653.58	4,904.66	16,083.59	13,630.38	19,053.13



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Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
15 Other Comprehensive Income for the year attributable to:						
(i) Owners of the Company	(35.34)	(3.68)	(7.93)	(42.71)	(8.75)	(14.77)
(ii) Non-controlling interest	(3.26)	(0.04)	(0.23)	(3.34)	(0.25)	(0.15)
	(38.60)	(3.72)	(8.16)	(46.05)	(9.00)	(14.92)
16 Total Comprehensive Income for the year attributable to:						
(i) Owners of the Company	3,197.18	6,601.10	4,780.77	15,782.87	13,316.68	18,640.25
(ii) Non-controlling interest	36.90	48.76	115.73	254.67	304.70	397.96
	3,234.08	6,649.86	4,896.50	16,037.54	13,621.38	19,038.21
17 Paid-up equity share capital	3,371.03	3,371.03	2,560.41	3,371.03	2,560.41	2,560.41
18 Other equity						1,16,137.15
19 Earnings per equity share (Face value of ₹. 5/- each)						
Basic	4.85	9.80	9.58	25.92	26.62	37.21
Diluted	4.85	9.79	9.57	25.91	26.60	37.19

Notes

1	The Unaudited Consolidated Financial Results for the quarter and nine months ended 31st December, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 13th February, 2026 and have been subjected to Limited Review by the Statutory Auditors of the Company. The Consolidated Financial Results are prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013.
2	The Group is operating in a single segment i.e. business of real estate. Hence, disclosure of segment wise information is not required as per IndAS 108 "Operating Segments".
3	The Board of Directors of the Company at its meeting held on 31st March, 2025 approved the Composite Scheme of Amalgamation and Arrangement amongst Matrix Water Management Private Limited, Sanvo Resorts Private Limited, Marathon Realty Private Limited, Matrix Enclaves Projects Developments Private Limited, Matrix Land Hub Private Limited, Marathon Nextgen Realty Limited, Marathon Energy Private Limited and their respective shareholders and creditors under Sections 230 to 232 and other applicable sections and provisions of the Companies Act, 2013 ("Scheme"). The said Scheme of Amalgamation, with an Appointed Date of January 1, 2025 is subject to the requisite approvals and sanction of the jurisdictional bench of National Company Law Tribunal ("NCLT") and subject to the approval of shareholders and/or creditors of the Company, Central Government, or such other competent authorities as may be directed by the NCLT. The said scheme will be filed with NCLT once "No objection certificates" are received from the stock exchanges i.e. BSE & NSE.
4	The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The new Labour Codes has resulted in a one-time increase in provision for employee benefits of the Group. The estimated impact of these changes as assessed and recognised by the Group amounts to ₹. 262.09 lakhs based on actuarial valuation report obtained specifically for the period ended December 31, 2025 and as per Ind-AS 19 "Employee Benefits". Of that, an amount aggregating ₹. 226.87 lakhs not directly related to the projects, is presented in line with the guidance provided by the Institute of Chartered Accountants of India, as an exceptional item in the financial results of the Company. Once Central / State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment.
4	Out of total proceeds of Qualified Institutional Placement (QIP) ₹. 89,999.93 Lakhs, ₹.54,668.89 Lakhs has been utilized for the object of the QIP and ₹ 1009.60 Lakhs for Issue related expenses upto 31st December,2025 as per object of QIP in Placement Documents filed with Securities and Exchange Board of India (SEBI) on 30th June 2025 and balance proceeds of ₹ 34,289.81 Lakhs are invested in the Mutual Funds and bonds and ₹. 31.63 Lakhs are lying in the bank account.
5	Figures for the previous period are reclassified/re-arranged/re-grouped, wherever necessary.

Place : Mumbai
Date : 13th February, 2025



For MARATHON NEXTGEN REALTY LIMITED

Chetan R Shah

Chetan R Shah (DIN- 00135296)
CHAIRMAN AND MANAGING DIRECTOR



‘Annexure-II’

Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/merger/demerger/restructuring), sale or disposal of any unit(s), division({s), whole or substantially the whole of the undertaking(s) or subsidiary of the listed entity, sale of stake in the associate company of the listed entity or any other restructuring:

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc	Sunset Spaces Private Limited (SSPL)
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Yes, acquisition would fall within related party transaction(s) Mr. Parmeet Shah, member of the Promoters and Promoters group is a Director in SSPL and also holds, directly and indirectly through his relatives the entire shareholding of SSPL. Yes, it’s on arm’s length basis based on Value arrived by the Independent Registered Valuer.
c)	Industry to which the entity being acquired belongs	Real Estate
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity	The acquisition would provide synergistic linkage as both the Companies are in the same business. This investment will enable the listed entity to reap the benefits of vertical expansion and business integration.
e)	Brief details of any governmental or regulatory approvals required for the acquisition	No
f)	Indicative time period for completion of the acquisition	One Month from the time of requisite approval/s.
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Cash
h)	Cost of acquisition or the price at which the shares are acquired	Rs. 900/- per share, total acquisition cost Rs. 8,10,00,000/- (Eight crores and ten lakhs only)
i)	Percentage of shareholding / control acquired and / or number of shares acquired	90% acquisition of equity shareholding. 90,000 equity shares of Rs. 10 each at a premium of Rs. 890 per share.
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Sunset Spaces Private Limited is engaged in construction and real estate activities, having ongoing projects in MMR. Sunset Spaces Private Limited was incorporated under Companies Act, 2013 on 31 st May, 2018. Turnover FY. 2024-25 - Rs. Nil Turnover FY. 2023-24 - Rs. Nil Turnover FY. 2022-23 - Rs. Nil