W O R T H
**WORTH PERIPHERALS LIMITED**
**Regd. Office: 102, Sanskriti Apartment 44, Saket Nagar, Indore – 452018 (M.P.) India**
**CIN: L67120MP1996PLC010808**
**Phone: 0731-2560267, 2560348 Telefax: +91-731-2563425**
**E-mail: investors@worthindia.com, Website: www.worthindia.com**

**Date: August 4, 2026**

| | |
|---|---|
| **To,**<br>**Listing Department,**<br>**National Stock Exchange of India Limited,**<br>Exchange Plaza, C-1, Block G,<br>Bandra Kurla Complex, Bandra (E)<br>Mumbai – 400 051<br><br>**Symbol:** WORTHPERI | **To,**<br>**Corporate Relationship Department,**<br>**BSE Limited,**<br>Phiroze Jeejeebhoy Towers<br>Dalal Street<br>Mumbai- 400001<br><br>**Scrip Code:** 544577 |

**Sub: Outcome and Other Updates of the Board Meeting held on Tuesday, August 4, 2026, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

**Ref: Regulation 30 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'/ 'Listing Regulations')**

Dear Sir/Madam,

We hereby inform you that The Board of Directors at their meeting held today i.e., August 4, 2026, inter-alia considered and approved the following matters:

**1. Unaudited Financial Results:**

Pursuant to Regulation 30 read with Schedule III and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 and other applicable Circulars issued by SEBI and Exchange(s) , we wish to inform that the Board of Directors of the Company at its meeting held on today has inter alia considered and approved the Un- audited Financial Results (Standalone & Consolidated) for the Quarter ended 30th June, 2026 along with Limited Review Report thereon.

The said Financial Results were duly reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company, at their respective meetings held today.

The said un-audited financial results (standalone and consolidated) of the Company for the quarter and year ended 30th June, 2026, along with Limited Review Report thereon issued by the statutory auditors and other disclosures as required under Regulation 30 of the Listing Regulations are enclosed herewith as "**Annexures I**".

**2. Appointment of Secretarial Auditor for a term of 5 years:**

The Board on the recommendation of Audit Committee, has approved the appointment of M/s. RS Mantri And Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company for a term of five (5) consecutive years, commencing from the conclusion of the ensuing 30th Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2031, to conduct the Secretarial Audit of the Company for the financial years 2026-27 to 2030-31 subject to Shareholders' approval in the ensuing Annual General Meeting pursuant to Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (LODR) Regulations, 2015.

The details as required under Regulation 30 of the Listing Regulations in accordance with the Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, dated January 30, 2026, are enclosed as "**Annexure – II**".

**3. Update of Commencement of Commercial Production by M/s Worth Wellness Private Limited, a Wholly Owned Subsidiary Company:**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended, read with the SEBI Master Circular bearing No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, we are pleased to inform you that M/s Worth Wellness Private Limited, a Wholly Owned Subsidiary of the Company, has successfully commenced commercial production with effect from August 01, 2026, at its manufacturing facility located at Plot No. UD-3, Industrial Area Mohana, Behind the Grand Machal, Indore (M.P.). The commencement of commercial operations at this new state-of-the-art corrugated packaging manufacturing facility, equipped with world-class technology, advanced automation, and modern production systems, significantly enhances the Company's Wholly Owned Subsidiary manufacturing capabilities, operational efficiency, and product quality. With one of the largest corrugated packaging manufacturing facilities in India, this expansion marks a major milestone in the Company's growth journey as well.

The new facility has been developed with sustainability and automation at its core, incorporating energy-efficient systems, optimized resource utilization, and environmentally responsible manufacturing practices that align with our long-term vision for sustainable growth.

As part of continued commitment to environmental stewardship, the Wholly Owned Subsidiary Company also plans to install a solar power plant at the new facility. This initiative is expected to reduce our dependence on conventional energy sources, lower our carbon footprint, and further strengthen our progress towards our long-term green initiatives.

The commencement of operations at this facility strengthens ability to serve customers with greater speed, consistency, and innovation, while reinforcing our commitment to adopting best-in-class manufacturing practices, creating long-term value for our stakeholders, and building a more sustainable future.

M/s Worth Wellness Private Limited, confirmed our management on 04th of August 2026 about commencement of production operations at the new facility.

**4. Acquisition of Equity Shares of Worth Wellness Private Limited (Wholly - owned Subsidiary of the Company) by the Company– Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company's Wholly-Owned Subsidiary, Worth Wellness Private Limited ("WWPL"), at its Board Meeting held on 04th August, 2026, has approved and allotted 60,00,000 (Sixty Lakh) Equity Shares of face value ₹10/- each at an issue price of ₹50/- per Equity Share (including a premium of ₹40/- per Equity Share), aggregating to ₹30,00,00,000 (Rupees Thirty Crore only) to the Holding Company i.e. Worth Peripherals Limited.

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is provided in "**Annexure – III**".

WORTH PERIPHERALS LIMITED
Regd. Office: 102, Sanskriti Apartment 44, Saket Nagar, Indore – 452018 (M.P.) India
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**5. Execution of Loan Agreement with Worth Wellness Private Limited (CIN: U17020MP2020PTC053302), a Wholly Owned Subsidiary ('WOS') of the Company**

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, It is hereby informed that the Board of Directors of the Company has approved the inter corporate loan of Rs. 20.00 crore (Rs. Twenty Crores only) in one or more tranches to Worth Wellness Private Limited (Wholly-Owned Subsidiary).

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is provided in "**Annexure – IV**".

The meeting commenced at 11:00 A.M. and concluded at 02:30 P.M.

We shall inform you in due course the date on which the Company will hold its Annual General Meeting for the financial year ended March 31, 2026 and the Record date for the purpose of Final Dividend, E-Voting and other incidental matters.

The information shall also be made available on the website of the Company at www.worthindia.com.

Kindly take the above information on record.

**Thanking you.**
**Yours faithfully,**
**For WORTH PERIPHERALS LIMITED**

TUSHAR BATHAM

Digitally signed by TUSHAR BATHAM
Date: 2026.08.04 14:36:12 +05'30'

**Tushar Batham**
**Company Secretary and Compliance Officer**

Encl. a/a

# WORTH PERIPHERALS LIMITED

Regd. Office : 102 Sanskrati Appartment 44 Saket Nagar, Indore-452018 (M.P.) India
CIN : L67120MP1996PLC010808
Website: www.worthindia.com

**STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED ON JUNE 30, 2026**

(₹ in lakhs) unless otherwise stated

| Sr. No. | Particulars | Quarter ended | | | Year ended |
|---|---|---|---|---|---|
| | | 30.06.2026 | 31.03.2026 | 30.06.2025 | 31.03.2026 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | **Income** | | | | |
| | (a) Revenue from Operations | 5,581.10 | 5,210.78 | 5,212.63 | 20,953.85 |
| | (b) Other income | 258.24 | 255.04 | 230.46 | 965.87 |
| | **Total income (1)** | **5,839.34** | **5,465.82** | **5,443.09** | **21,919.72** |
| 2 | **Expenses** | | | | |
| | (a) Cost of material consumed | 3,959.76 | 3,739.03 | 3,876.34 | 15,049.70 |
| | (b) Changes in inventories of finished goods, work-in-progress and stock in trade | (8.37) | (19.44) | (1.61) | (7.77) |
| | (c) Employee benefit expense | 403.78 | 375.99 | 363.23 | 1,548.22 |
| | (d) Finance costs | 2.40 | (2.71) | 2.64 | 19.21 |
| | (e) Depreciation and amortisation expenses | 116.89 | 121.12 | 120.96 | 485.37 |
| | (f) Other expenses | 653.52 | 624.05 | 612.62 | 2,577.55 |
| | **Total expenses (2)** | **5,127.98** | **4,838.04** | **4,974.18** | **19,672.28** |
| 3 | Profit before exceptional items and tax (1-2) | 711.36 | 627.78 | 468.91 | 2,247.44 |
| 4 | Exceptional items | - | - | - | - |
| 5 | **Profit before tax (3+4)** | **711.36** | **627.78** | **468.91** | **2,247.44** |
| 6 | Tax expenses | | | | |
| | (a) Current tax | 169.37 | 138.08 | 105.34 | 503.18 |
| | (b) Deferred tax | (11.12) | (4.18) | (6.11) | (19.10) |
| | Total tax expenses (a+b) | 158.25 | 133.90 | 99.23 | 484.08 |
| 7 | **Profit after tax (5-6)** | **553.11** | **493.88** | **369.68** | **1,763.36** |
| 8 | **Other comprehensive income/(Loss)** | | | | |
| | Items that will not be reclassified to profit or loss | | | | |
| | (i) Gain/(Loss) on remeasurement of the defined benefit plans | (0.11) | (0.38) | (0.02) | (0.44) |
| | (ii) Income tax effect on above | 0.03 | 0.09 | 0.01 | 0.11 |
| | Items that will be reclassified to profit or loss | - | - | - | - |
| | (i) Income tax effect on above | - | - | - | - |
| | **Total other comprehensive Income / (Loss)** | **(0.08)** | **(0.29)** | **(0.01)** | **(0.33)** |
| 9 | **Total comprehensive income for the period (7+8)** | **553.03** | **493.59** | **369.67** | **1,763.03** |
| 10 | Paid up equity share capital (face value ₹10/- Per share) | 1,575.10 | 1,575.10 | 1,575.10 | 1,575.10 |
| 11 | Other Equity (excluding revealuation reserve) | - | - | - | 17,507.25 |
| 12 | **Earning's per equity share of ₹ 10 each (not annualised for quarter)** | | | | |
| | Basic and Diluted earning's per share after exceptional items (in ₹) | **3.51** | **3.14** | **2.35** | **11.20** |

**NOTES TO RESULTS:**

1 The above standalone financial results for the quarter ended June 30, 2026 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on August 04, 2026 in terms of Regulation 33 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015.

2 The above standalone financial results have been prepared in accordance with the recognition and measurement principles stated therein and prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) as amended and other accounting principles generally accepted in India and in compliance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.

3 The Company has identified "Manufacture and Sale of Corrugated Boxes" as the single operating segment for the continued operations in the standalone and consolidated financial statement as per Ind AS-108 - Operating Segments.

4 The figures for the quarter ended 31st March, 2026 are balancing figures between audited figures in respect of full financial year ended 31st March, 2026 and unaudited published figure up to 31st December, 2025 being the end of third quarter of the financial year which were subjected to limited review.

5 The CFO certificate in respect of the above results in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been placed before the Board of Directors.

**For and on behalf of the Board of Directors of Worth Peripherals Limited**

Date: 04/08/2026
Place: Indore

JAYVIR CHADHA Digitally signed by JAYVIR CHADHA Date: 2026.08.04 14:33:51 +05'30'

Jayvir Chadha
Managing Director
DIN: 02397468

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

**To,**

**The Board of Directors**

**Worth Peripherals Limited**

**Indore (M.P.)**

We have reviewed the accompanying statement of unaudited Standalone Financial results ("the statement") of **Worth Peripherals Limited** ("the company") for the quarter ended 30th June, 2026 and year to date from 01st April, 2026 to 30th June, 2026 attached herewith. The Statement has been prepared by the Company's Management pursuant to requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended ("the listing regulations").

This statement, which is the responsibility of the Company's management and approved by the 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 rule 3 of Companies (Indian Accounting Standards) Rules, 2015 (as amended), in compliance with Regulation 33 issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "*Review of Interim Financial Information Performed by Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review 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

MAHESHWARI & GUPTA INDORE Chartered Accountants an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would be aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in all material respect in accordance with the applicable recognition and measurement principles laid down in the aforesaid Indian Accounting Standard (Ind AS) and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the review and significant findings, including any significant deficiencies in internal control that we identify during our review.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **MAHESHWARI & GUPTA**
**Chartered Accountants**
**FRN: 006179C**

MAHESHWARI & GUPTA INDORE Chartered Accountants

**CA. MANOJ GUPTA**
**Partner**
**M. No. 071927**

Place: Indore
Date: 04/08/2026
UDIN: 26071927KKKBEH5625

# WORTH PERIPHERALS LIMITED

Regd. Office : 102 Sanskrati Appartment 44 Saket Nagar, Indore-452018 (M.P.) India
CIN : L67120MP1996PLC010808
Website: www.worthindia.com

**STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED ON JUNE 30, 2026**

(₹ in lakhs) unless otherwise stated

| Sr.No. | Particulars | Quarter ended | | | Year ended |
|---|---|---|---|---|---|
| | | 30.06.2026 | 31.03.2026 | 30.06.2025 | 31.03.2026 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | **Income** | | | | |
| | (a) Revenue from Operations | 8,200.45 | 7,612.75 | 7,622.74 | 30,490.59 |
| | (b) Other income | 30.51 | 25.35 | 112.92 | 293.95 |
| | **Total income (1)** | **8,230.96** | **7,638.10** | **7,735.66** | **30,784.54** |
| 2 | **Expenses** | | | | |
| | (a) Cost of material consumed | 5,923.23 | 5,557.91 | 5,666.17 | 22,084.68 |
| | (b) Changes in inventories of finished goods, work-in-progress and stock in trade | (18.42) | (19.00) | 4.64 | 6.92 |
| | (c) Employee benefit expense | 515.20 | 486.09 | 456.81 | 1,969.64 |
| | (d) Finance costs | 34.21 | 30.57 | 43.03 | 166.67 |
| | (e) Depreciation and amortisation expenses | 165.46 | 171.69 | 167.10 | 678.18 |
| | (f) Other expenses | 812.56 | 685.33 | 769.38 | 3,111.07 |
| | **Total expenses (2)** | **7,432.24** | **6,912.59** | **7,107.13** | **28,017.16** |
| 3 | Profit before exceptional item and tax (1-2) | 798.72 | 725.51 | 628.53 | 2,767.38 |
| 4 | Exceptional items | - | (20.44) | - | (20.44) |
| 5 | **Profit before tax (3+4)** | **798.72** | **705.07** | **628.53** | **2,746.94** |
| 6 | Tax Expenses | | | | |
| | (a) Current tax | 283.49 | 249.55 | 198.41 | 888.16 |
| | (b) Deferred tax | (10.34) | 0.12 | (3.66) | 5.96 |
| | Total tax expenses (a+b) | 273.15 | 249.67 | 194.75 | 894.12 |
| 7 | **Profit after tax (5-6)** | **525.57** | **455.40** | **433.78** | **1,852.82** |
| 8 | **Other comprehensive income/(Loss)** | | | | |
| | Items that will not be reclassified to profit or loss | | | | |
| | (i) Gain/(Loss) on remeasurement of the defined benefit plans | 0.75 | 12.85 | (3.28) | 3.00 |
| | (ii) Income tax effect on above | (0.24) | (4.03) | 1.03 | (0.96) |
| | Items that will be reclassified to profit or loss | - | - | - | - |
| | (i) Income tax effect on above | - | - | - | - |
| | **Total other comprehensive Income / (Loss)** | **0.51** | **8.82** | **(2.25)** | **2.04** |
| 9 | **Total comprehensive income for the period (7+8)** | **526.08** | **464.22** | **431.53** | **1,854.86** |
| 9A | **Profit after tax for the period attributable to** | | | | |
| | Owners of the company | 417.40 | 344.74 | 343.87 | 1,462.61 |
| | Non-controlling interests | 108.17 | 110.66 | 89.91 | 390.21 |
| | | **525.57** | **455.40** | **433.78** | **1,852.82** |
| 9B | **Other comprehensive income for the period attributable to** | | | | |
| | Owners of the company | 0.22 | 4.27 | (1.13) | 0.86 |
| | Non-controlling interests | 0.29 | 4.55 | (1.12) | 1.18 |
| | | **0.51** | **8.82** | **(2.25)** | **2.04** |
| 9C | **Total comprehensive income for the period attributable to** | | | | |
| | Owners of the company | 417.62 | 349.01 | 342.74 | 1,463.47 |
| | Non-controlling interests | 108.46 | 115.21 | 88.79 | 391.39 |
| | | **526.08** | **464.22** | **431.53** | **1,854.86** |
| 10 | Paid up equity share capital (face value ₹10/- Per share) | 1,575.10 | 1,575.10 | 1,575.10 | 1,575.10 |
| 11 | Other Equity (excluding revealuation reserve) | - | - | - | 17,167.48 |
| 12 | **Earning's per equity share of ₹ 10 each (not annualised for quarter)** | | | | |
| | Basic and Diluted earning's per share after exceptional items (in ₹) | **2.65** | **2.19** | **2.18** | **9.29** |

**NOTES TO RESULTS:**

1. The above consolidated financial results for the quarter ended June 30, 2026 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on August 04, 2026 in terms of Regulation 33 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015.
2. The above consolidated financial results have been prepared in accordance with the recognition and measurement principles stated therein and prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) as amended and other accounting principles generally accepted in India and in compliance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.
3. The Company has identified "Manufacture and Sale of Corrugated Boxes" as the single operating segment for the continued operations in the standalone and consolidated financial statement as per Ind AS-108 - Operating Segments.
4. The figures for the quarter ended 31st March, 2026 are balancing figures between audited figures in respect of full financial year ended 31st March, 2026 and unaudited published figure up to 31st December, 2025 being the end of third quarter of the financial year which were subjected to limited review.
5. During the financial year ended March 31, 2026, Worth Wellness Pvt. Ltd., a wholly owned subsidiary of the Company, recognized an exceptional expense amounting to ₹20.44 lakhs pertaining to an earlier year in respect of an abandoned project.
6. The company is having control over the subsidiary entities "M/s Yash Packers, Mumbai" and " Worth Wellness Private Limited, Indore" and results have been consolidated as per Ind AS 110- "Consolidated Financial Statements" notified under section 133 of the Companies Act, 2013.

Date: 04/08/2026
Place : Indore

**For and on behalf of the Board of Directors of Worth Peripherals Limited**

JAYVIR CHADHA Digitally signed by JAYVIR CHADHA Date: 2026.08.04 14:34:22 +05'30'

Jayvir Chadha
Managing Director
DIN: 02397468

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

**To,**

**The Board of Directors**

**Worth Peripherals Limited**

**Indore (M.P.)**

We have reviewed the accompanying statement of unaudited Consolidated Financial Results ("the statement") of **Worth Peripherals Limited** ("the Parent") and its Subsidiaries (the Parent and its Subsidiaries together referred to as "the Group") for the quarter ended 30th June, 2026 and year to date from 01st April, 2026 to 30th June, 2026 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Listing Regulations").

This statement, which is the responsibility of the Parent Company's Management and has been approved by the Board of Directors of the Parent Company, has been prepared in accordance with the recognition and measurement principle laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 as amended, read with rule 3 of Companies (Indian Accounting Standards) Rules, 2015 (as amended), compliance with Regulation 33 issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.

MAHESHWARI & GUPTA
INDORE
Chartered Accountants

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 *"Review of Interim Financial Information Performed by the Independent Auditor of the Entity"*, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of the 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. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular no. CIR/CFD/CMD1/44/2019, dated March 29,2019 issued by the SEBI under Regulation 33 (8) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

The statement includes the financial results of the following entities:

**Parent Company**
a. Worth Peripherals Limited

**Subsidiaries**
a. Yash Packers (Partnership firm)
b. Worth Wellness Private Limited (Wholly owned Subsidiary)

Since the review of the subsidiaries included in the consolidation has been conducted by us, we have considered the financial information of such subsidiaries in forming our conclusion.

MAHESHWARI & GUPTA
INDORE
Chartered Accountants

MAHESHWARI & GUPTA
*CHARTERED ACCOUNTANTS*

Based on our review conducted and procedures performed, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard (Ind AS) and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, as amended of the Listing Regulations, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **MAHESHWARI & GUPTA**
**Chartered Accountants**
**FRN: 006179C**

**CA. MANOJ GUPTA**
**Partner**
**M. No. 071927**

Place: Indore
Date: 04/08/2026
UDIN: 26071927FGZGET9907

312-314, MANAS BHAWAN Extn., 11/2 R.N.T. Marg, Indore-452001(M.P.)
Ph.: (0731) 4050760, E-mail: maheshwarigupta1753@gmail.com, camng92@gmail.com

WORTH PERIPHERALS LIMITED
Regd. Office: 102, Sanskriti Apartment 44, Saket Nagar, Indore – 452018 (M.P.) India
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Phone: 0731-2560267, 2560348 Telefax: +91-731-2563425
E-mail: investors@worthindia.com, Website: www.worthindia.com

**Annexure – II**

**Disclosure under Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015**

**Appointment of Secretarial Auditor for a term of 5 years**

| Sr. No. | Particulars Details | Particulars Details |
|---|---|---|
| 1. | Reason for change viz. Appointment, ~~re-appointment, resignation, removal, death or otherwise~~ | Appointment of the Secretarial Auditor for a term of 5 (Five) consecutive years, subject to the approval of Shareholders, from the ensuing AGM till the conclusion of 35th AGM of the Company. |
| 2. | Date and Terms of Appointment | M/s. RS Mantri & Associates (Membership No. A41830 and COP No. 23157), a Peer Reviewed Practicing Company Secretaries Firm appointed as the Secretarial Auditor for conducting the Secretarial Audit of the Company for 5 (Five) consecutive years, subject to the approval of Shareholders, from the ensuing AGM till the conclusion of 35th AGM of the Company.<br><br>The terms of appointment shall be in accordance with the letter of Regulations engagement, signed between the Company and such auditors. |
| 3. | Brief Profile | **Name of the Secretarial Auditor:** M/s. RS Mantri & Associates, Practicing Company Secretaries (Certificate of Practice No. 23157), through its Proprietor, Mrs. Surabhi Rathi Mantri (Membership No. A41830).<br><br>**Brief Profile:** The Firm is well versed in corporate and company law and possesses over six years of experience in the areas of corporate law, incorporation and compliance of foreign companies, and the drafting and vetting of various legal agreements. |
| 4. | Disclosure of relationships between Directors | N.A. |

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**WORTH PERIPHERALS LIMITED**
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**Annexure – III**

**Disclosure under Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Acquisition of Equity Shares of Worth Wellness Private Limited (Wholly-owned Subsidiary of the Company) by the Company**

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| **Name of the target entity, details in brief such as size, turnover etc.** | Name: Worth Wellness Private Limited<br><br>Last 3 years' turnover :<br><br>FY 25-26: 0<br>FY 24-25: 0<br>FY 23-24: 0 |
| **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** | The transaction involves Worth Wellness Private Limited ("WWPL"), which is a Wholly-Owned Subsidiary of the Company, and therefore, the transaction falls within the ambit of a related party transaction under the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.<br><br>However, the transaction entered into between the Company and its Wholly-Owned Subsidiary has been undertaken on an arm's length basis through a preferential allotment of equity shares. The conversion of the outstanding loan into equity shares has been carried out at an issue price determined in accordance with the Valuation Report obtained from an Independent Valuer for the preferential allotment and in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder. The transaction does not have any adverse impact on the interests of the Company or its shareholders.<br><br>Other than as disclosed above, the promoter/promoter group/group companies do not have any interest in the said transaction. |
| **Industry to which the entity being acquired belongs;** | Manufacturing Industry |
| **Objects and impact 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 entity being acquired shall remain a Wholly Owned Subsidiary of the Company and therefore shall remain in control of Promoter and Promoter group, further such acquisition is being carried out only in lieu of conversion of loan into equity shares. |
| **Brief details of any governmental or regulatory approvals required for the acquisition;** | NA |

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| | |
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| **Indicative time period for completion of the acquisition;** | The indicative time period for conversion of the loan into equity is by 04th August,2026. |
| **Consideration - whether cash consideration or share swap or any other form and details of the same;** | Other than cash – 'Conversion of loan into equity'. |
| **Cost of acquisition and/or the price at which the shares are acquired;** | There is no fresh infusion of capital. The outstanding unsecured loan of Rs. 30,00,00,000 (Rupees Thirty Crore only) is being converted into 60,00,000 (Sixty Lakh) Equity Shares of face value ₹10/- each at an issue price of ₹50/- per Equity Share (including a premium of ₹40/- per Equity Share). |
| **Percentage of shareholding / control acquired and / or number of shares acquired;** | 100% (the percentage of Shareholding shall remain same, post conversion of such loan into equity) |
| **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);** | Line of business: Manufacturing of corrugated boxes.<br><br>Date of incorporation: 15/10/2020<br><br>For last 3 years' turnover, please refer point (a) above.<br><br>Country in which such business has presence: India |

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**Annexure – IV**

**Disclosure under Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Execution of Loan Agreement with Worth Wellness Private Limited (CIN: U17020MP2020PTC053302), a Wholly Owned Subsidiary ('WOS') of the Company**

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| **Name(s) of parties with whom the agreement is entered** | The Loan agreement ("the Agreement") agreement is entered between Worth Peripherals Limited ("the Company") and Worth Wellness Private Limited, a "Wholly owned Subsidiary" of the Company. |
| **Purpose of entering into the agreement** | The Company is providing lnter-Corporate Loan to Worth Wellness Private Limited, a Wholly-Owned Subsidiary Company. The amount of this inter corporate loan will be utilized by Wholly Owned Subsidiary Company to meet the funding requirements to run the daily course of business. |
| **Size of agreement** | Rs. 20 crores (Rupees Twenty Crores only) |
| **Shareholding if any in the entity with whom the agreement is executed** | The Company holds 100% stake in the shares of the Worth Wellness Private Limited. |
| **Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure** | The Loan shall be advanced for a period of three (3) years from the date of disbursement, carrying interest at the prevailing 3-year as per RBI yield rates today, unless otherwise mutually agreed. The tenure may be extended by mutual written agreement between the Parties.<br><br>The Company shall have the option to convert the whole or any part of the outstanding Loan into equity shares of the Wholly Owned Subsidiary ("Borrower") pursuant to Section 62(3) of the Companies Act, 2013, subject to the approval of the shareholders of the Borrower Company and compliance with applicable laws. |
| **Whether, the said parties are related to Yes, If yes, nature of relationship** | Yes, Worth Wellness Private Limited is a Wholly Owned Subsidiary of the Company. |
| **Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"** | Yes, Worth Wellness Private Limited is a Wholly Owned Subsidiary of the Company and therefore the transaction would fall within the related party transactions.<br><br>The said transaction is at arms' length. |
| **In case of issuance of shares to the parties, details of issue price, class of shares issued** | Not applicable. |
| **In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan , details of** | Lender : Worth Peripherals Limited<br><br>Borrower: Worth Wellness Private Limited<br><br>Nature of Loan: Inter-Corporate Loan (Unsecured) |

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| **the security provided to the lenders / by the borrowers for such loan or m case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis** | Amount of loan: Rs. 20 crores (Rupees Twenty Crores)<br><br>Date of Execution of Loan Agreement : 07th August, 2026 *(If approved by shareholders of the Company's Wholly Owned Subsidiary)*<br><br>Security Provided : Nature of loan is unsecured. Hence, not applicable<br><br>Total Amount outstanding as on date of disclosure : 49.5 Cr. |
| **Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc** | Not applicable. |
| **In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): 1. Name of parties to the agreement; 2. nature of the agreement; 3. date of execution of the agreement; 4. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); 5. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier** | Not applicable. |

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